



***ANNUAL
GENERAL MEETING***
MAY 21, 2021



AGENDA



2020 ACTIVITY AND 2021 OUTLOOK

Yves Chapot



REPORT OF THE CHAIRMAN OF THE SUPERVISORY BOARD

Michel Rollier



INSIGHT: HIGH-TECH MATERIALS

Maude Portigliatti and Sonia Artinian-Fredou



STRATEGIC SPEECH OF THE MANAGING CHAIRMAN

Florent Menegaux



DISCUSSION WITH SHAREHOLDERS



RESOLUTIONS AND VOTING RESULTS

Benoît Balmay



2021
ANNUAL GENERAL MEETING



	Shares	Votes	Quorum (as a % of shares with voting rights)
Ordinary general meeting	83,186,582	103,955,906	46.64%
- Postal votes	71,124,189	81,364,232	
- Represented by proxy given to the Chairman	12,028,750	22,524,892	
- Represented by a proxy holder	33,643	66,782	
Extraordinary general meeting	83,133,876	103,850,625	46.61%
- Postal votes	71,121,240	81,357,227	
- Represented by proxy given to the Chairman	11,974,071	22,416,772	
- Represented by a proxy holder	38,565	76,626	

ANNUAL GENERAL MEETING

MAY 21, 2021



2020 ACTIVITY AND 2021 OUTLOOK

*YVES CHAPOT
GENERAL MANAGER AND CHIEF FINANCIAL OFFICER*



IN 2020, MICHELIN PROTECTED ITS EMPLOYEES, ENSURED BUSINESS CONTINUITY AND DID EVERYTHING IN ITS POWER TO SERVE ITS HOST COMMUNITIES



PROTECTING EMPLOYEES

Production stoppages, telecommuting arrangements

- Introduction of protective health measures
- Gradual resumption of production



BUSINESS CONTINUITY

Agile management of fluctuations in business

Sustained price discipline and a rapidly implemented savings plan



SKILLS AND CAPABILITIES

Support for employees, customers, suppliers and host communities

- Production and donations of masks and hand sanitizer
- Donations of tires and free vehicle assistance
- Financial support and other contributions in kind
- Innovation and production for the medical community (*visors, masks, positioning cushions, air cushions, etc.*)

MICHELIN HELD FIRM THROUGH THE CRISIS





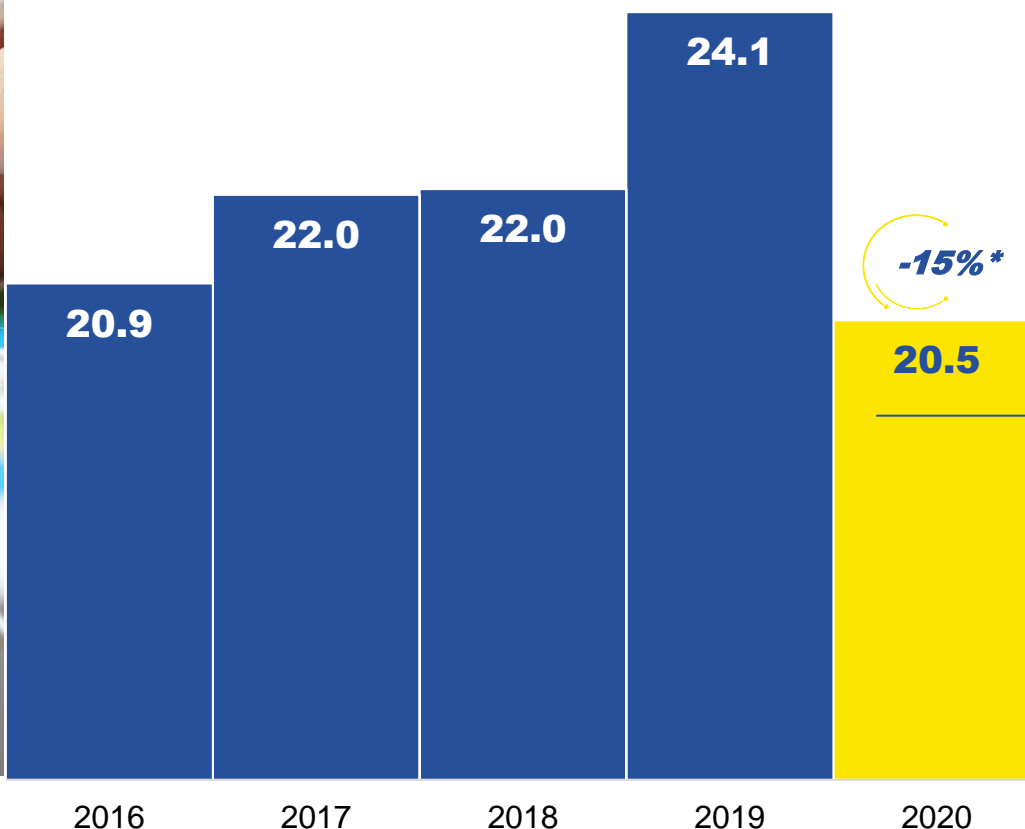
AGAINST THE BACKDROP OF A GLOBAL PANDEMIC, THE GROUP REPORTED SALES OF €20 BILLION, DOWN 15%

BUSINESS PERFORMANCE



Change in Group sales

(in € billions)



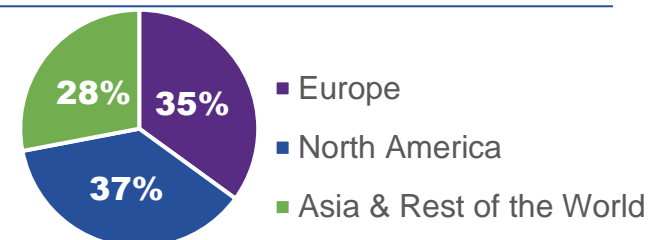
2020 business context

- First half: worldwide collapse in tire demand (in the wake of the health crisis and resulting lockdowns)
- Second half: stronger-than-expected recovery in demand

2020 sales

- Steep 14% decline in volumes
- Positive 1.2% price-mix effect
 - A disciplined pricing policy
 - A mix effect reflecting the continued success of the brand's "Premium" strategy and the resilience of the Specialty businesses

Breakdown of sales by region



* At constant exchange rates

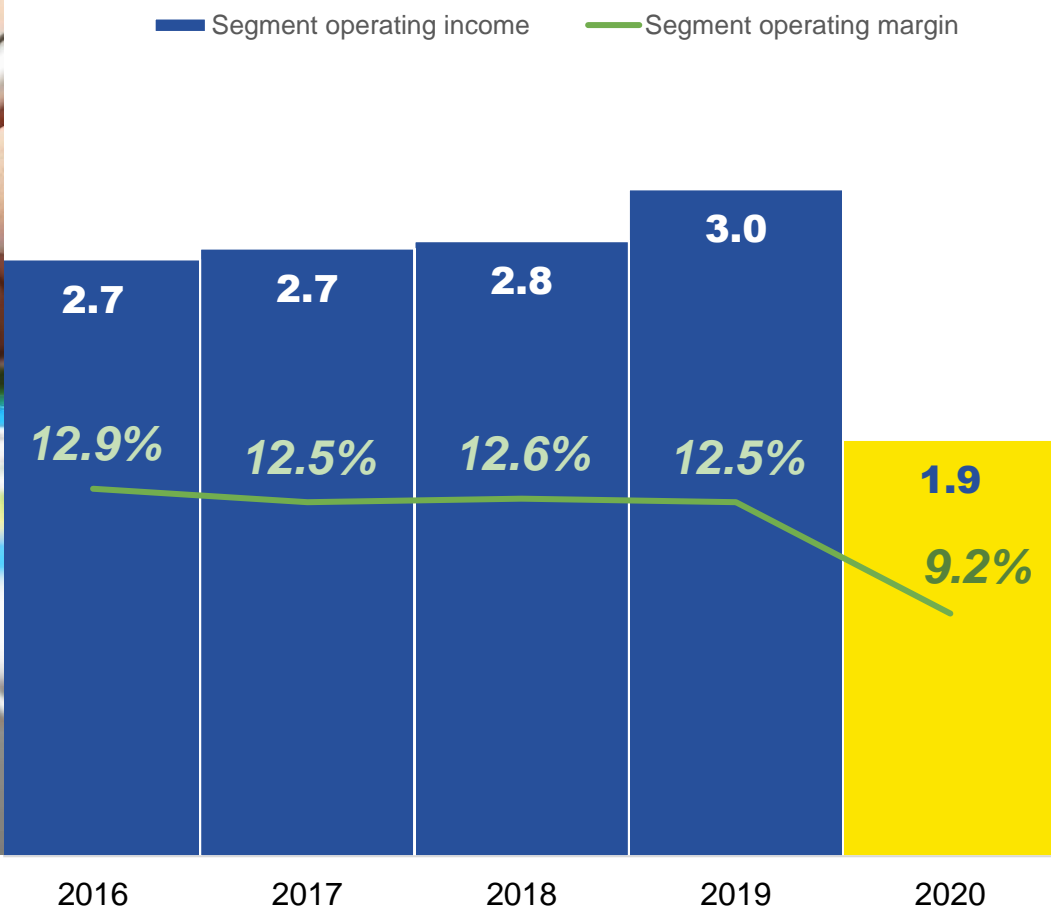


2020 SEGMENT OPERATING INCOME: €1.9BN OR 9.2% OF SALES



Change in segment operating income

(in € billions and % of sales)



- A €1.7 billion negative volume effect reflecting the 14% decline in volumes and the fixed cost shortfall of our plants
- A €240 million decline in general and administrative expenses following the cost-saving measures deployed in response to the crisis
- €98 million in Covid-19-related expenditure, including the cost of purchasing and producing masks and hand sanitizer

* At constant exchange rates



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MICHELIN IS STEPPING UP ITS COMPETITIVENESS DRIVE WHILE RESPECTING PEOPLE AND COMMUNITIES

MOVING PRODUCTION CLOSER TO OUR CUSTOMERS

Production ramp-up at the Multistrada (Indonesia) and León (Mexico) plants

Closure of the plants in Dundee, La-Roche-sur-Yon and Bamberg

Revitalization and repurposing of the closed sites

Individual support for people

SIMPLIFYING AND IMPROVING EFFICIENCY GAINS IN PRODUCTION FACILITIES AND OFFICES

Launch of the SIMPLY plan to streamline processes and improve efficiency in SG&A functions

Continuous improvement in industrial efficiency (Digital Manufacturing)

An innovative co-construction and social dialogue process supported by a framework agreement

A reaffirmed commitment to developing new high value-added* businesses in France

Launch of Parc Cataroux in France

**COMPETITIVENESS
&
SOCIAL
RESPONSIBILITY**



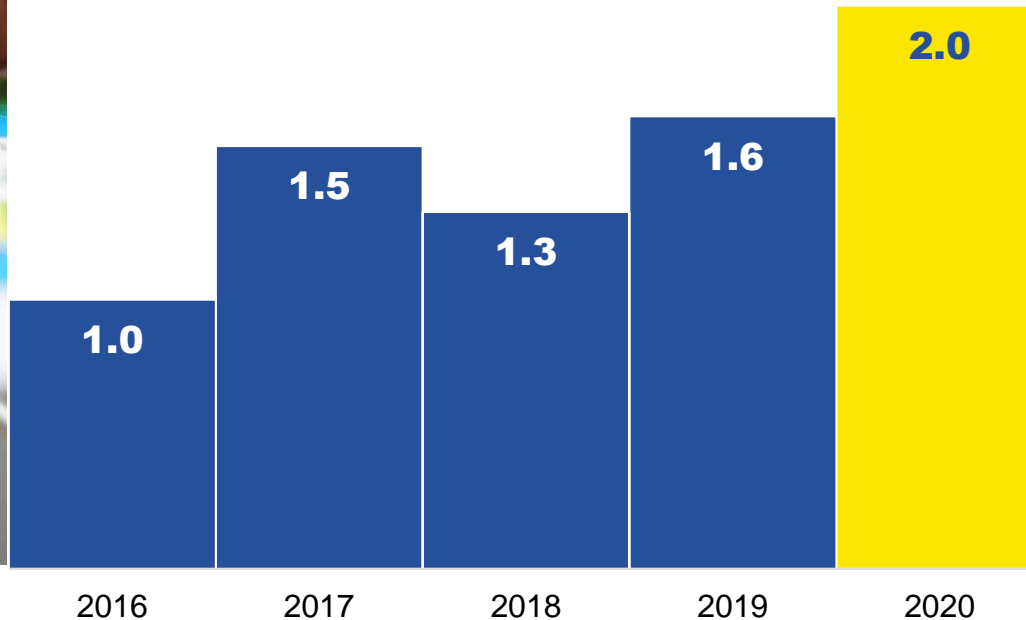


2020 STRUCTURAL FREE CASH FLOW OF €2.0 BILLION



Changes in structural free cash flow*

(in € billions)



Disciplined cash management during the crisis, which partially offset the sharp decline in EBITDA** caused by the fall in volumes:

- reduction in capital expenditure and acquisitions
- exceptionally low year-end inventories reflecting strict management

A solid balance sheet

**28%
Gearing**

* Structural free cash flow corresponds to free cash flow before acquisitions, adjusted for the impact of changes in raw material costs on trade payables, trade receivables and inventories

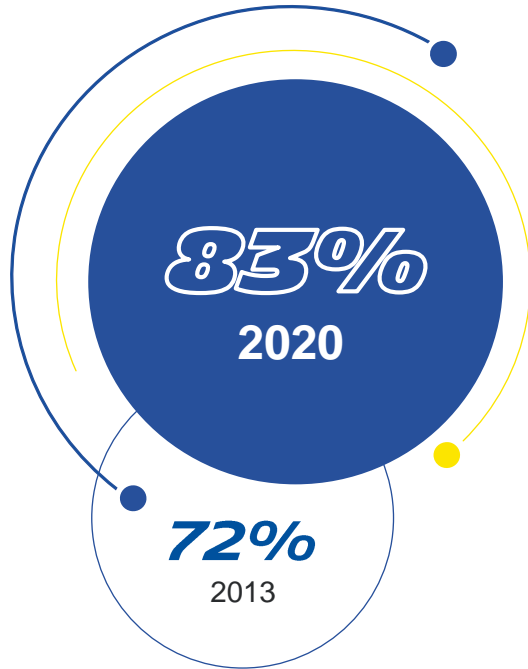
** Earnings before interest, taxes, depreciation, and amortization



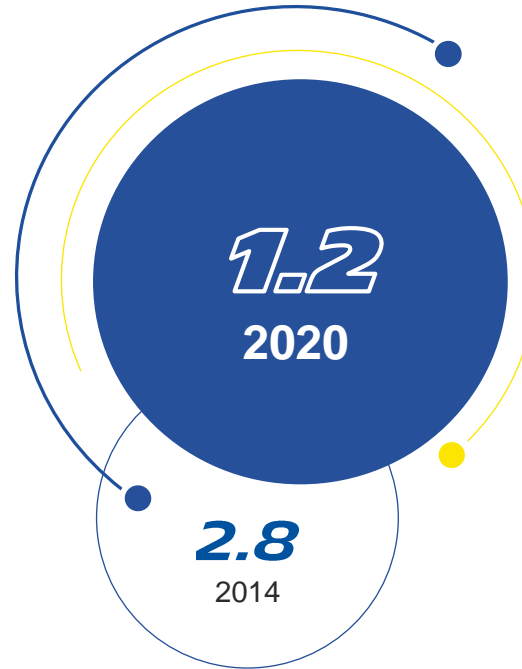
MICHELIN, A RESPONSIBLE EMPLOYER LOOKING OUT FOR THE WELL-BEING AND DEVELOPMENT OF ALL ITS EMPLOYEES



EMPLOYEE ENGAGEMENT RATE



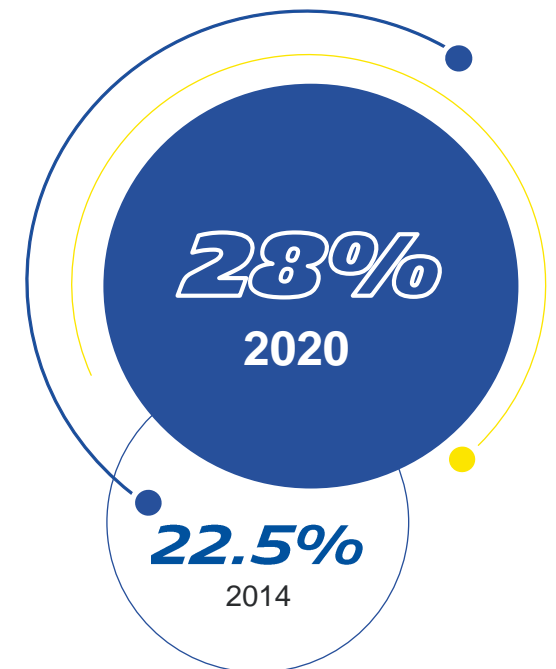
EMPLOYEE SAFETY*



* Total Case Incident Rate (TCIR): the number of accidents and cases of occupational illness recorded per 200,000 hours worked



WOMEN IN MANAGEMENT POSITIONS

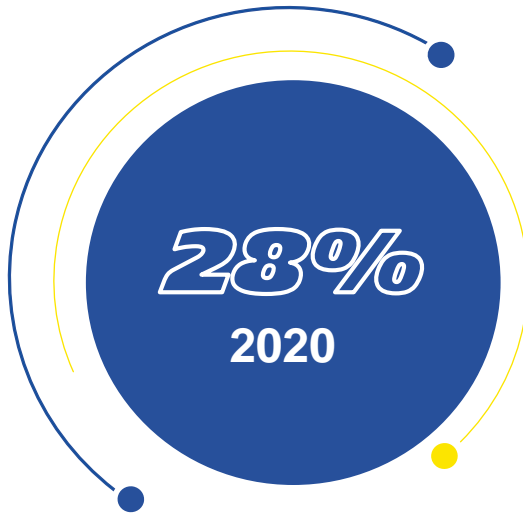




CONTINUOUS IMPROVEMENT IN THE ENVIRONMENTAL IMPACT OF MICHELIN'S OPERATIONS



SUSTAINABLE MATERIALS RATE



MICHELIN ENVIRONMENTAL FOOTPRINT

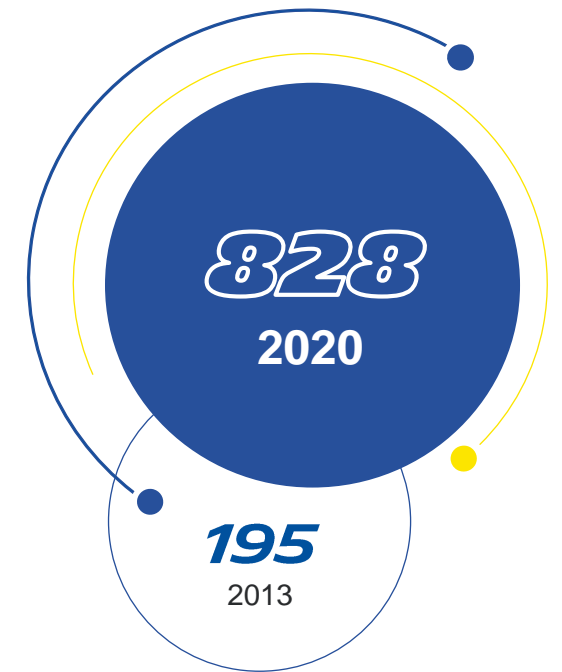


* Michelin Environmental Footprint (MEF): a composite indicator measuring water and energy use, volatile organic compound (VOC) and CO₂ emissions and the amount of waste generated and landfilled



RESPONSIBLE SUPPLIERS

Number of suppliers assessed by EcoVadis



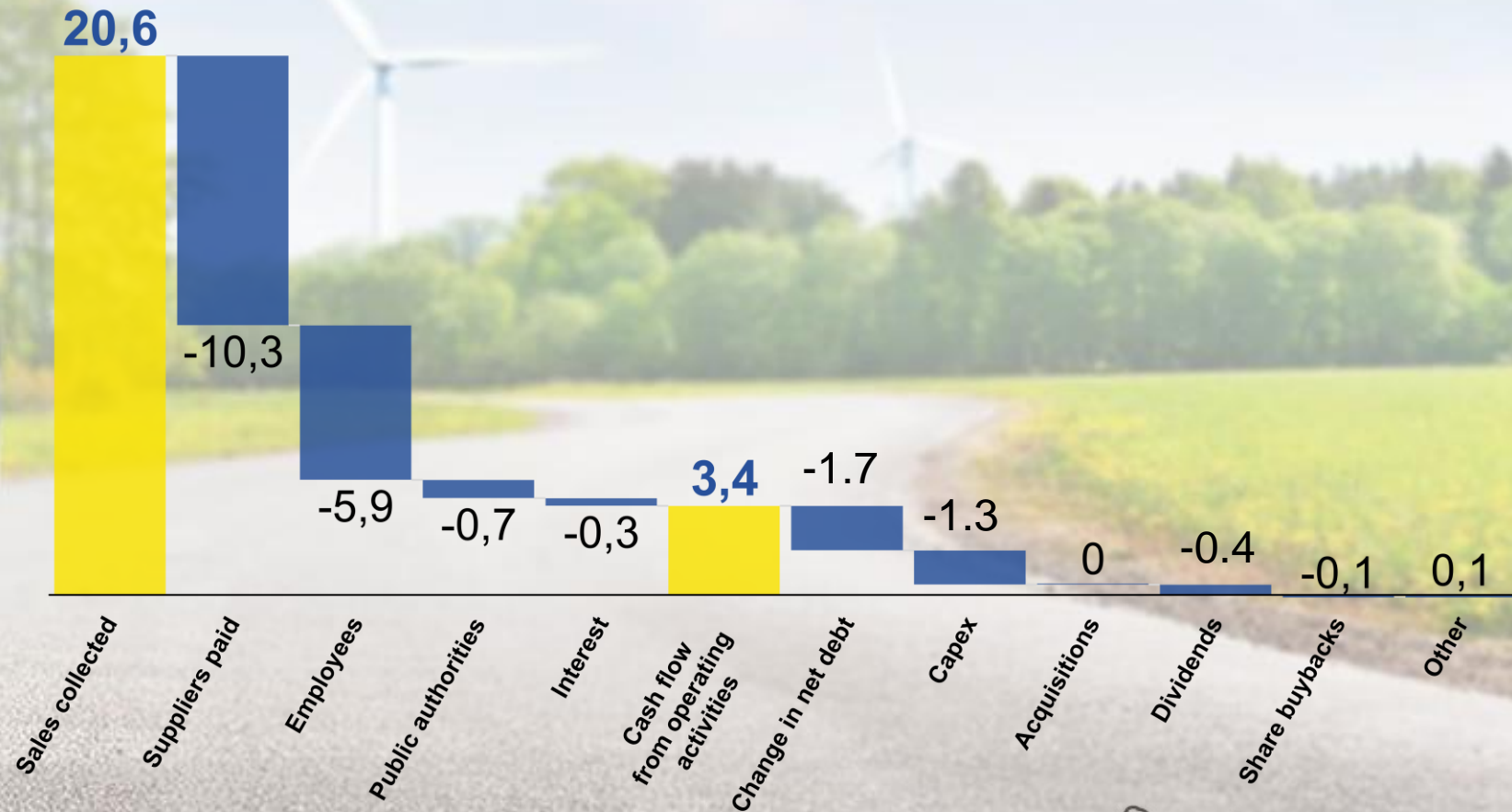


MICHELIN: BREAKDOWN OF VALUE CREATION AMONG THE DIFFERENT STAKEHOLDERS



Breakdown of value created in 2020

(in € billions)



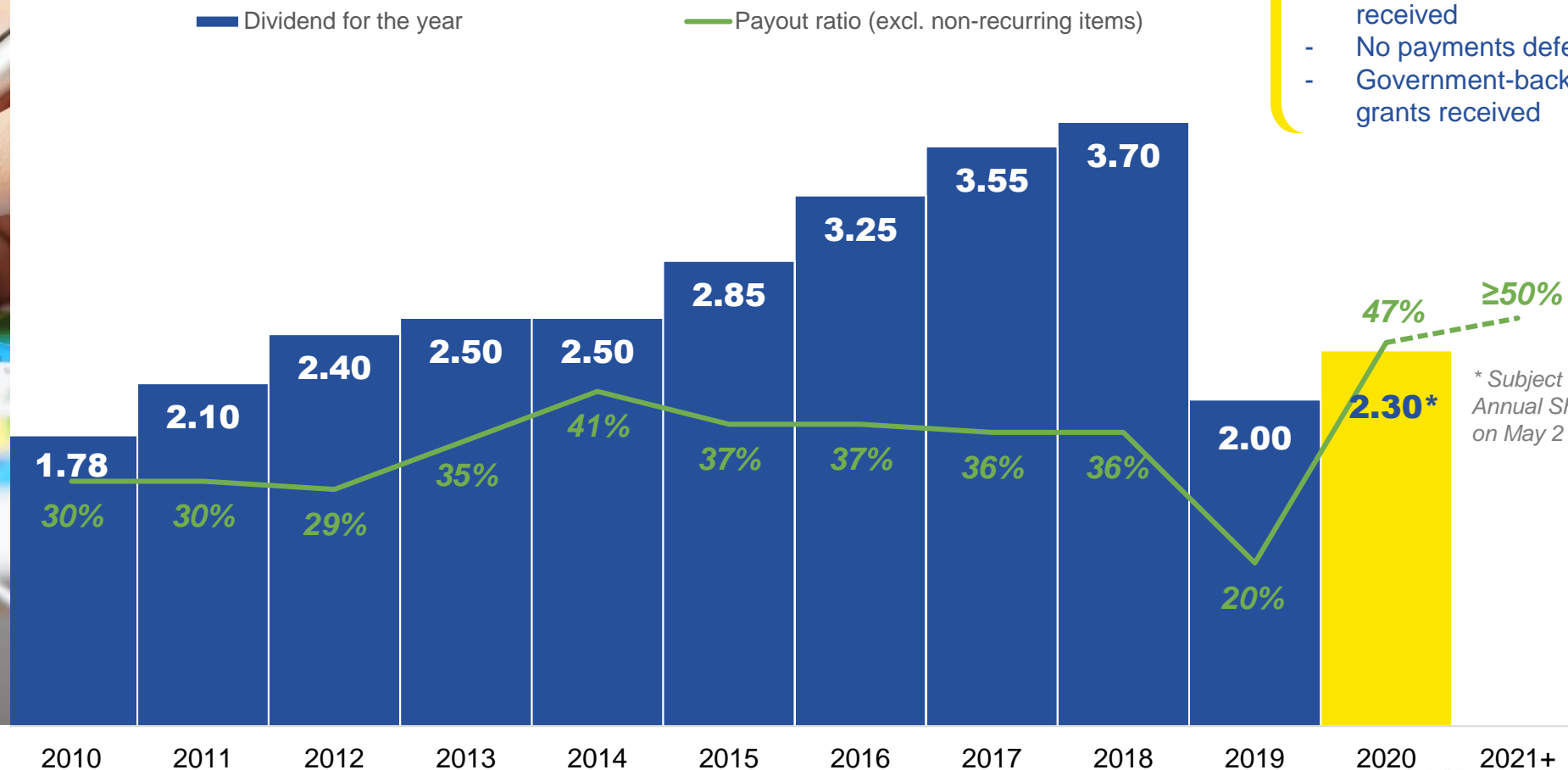


INCREASE IN THE 2020 DIVIDEND, REFLECTING THE GROUP'S RESILIENCE AND ITS HIGH LEVEL OF FREE CASH FLOW, WITH A PAYOUT RATIO NEARING THE TARGET OF 50%



Change in dividend per share and payout ratio

(in € and %, excluding non-recurring items)



- No government-backed loans received
- No payments deferred
- Government-backed furlough grants received

* Subject to approval by the Annual Shareholders Meeting on May 21, 2021



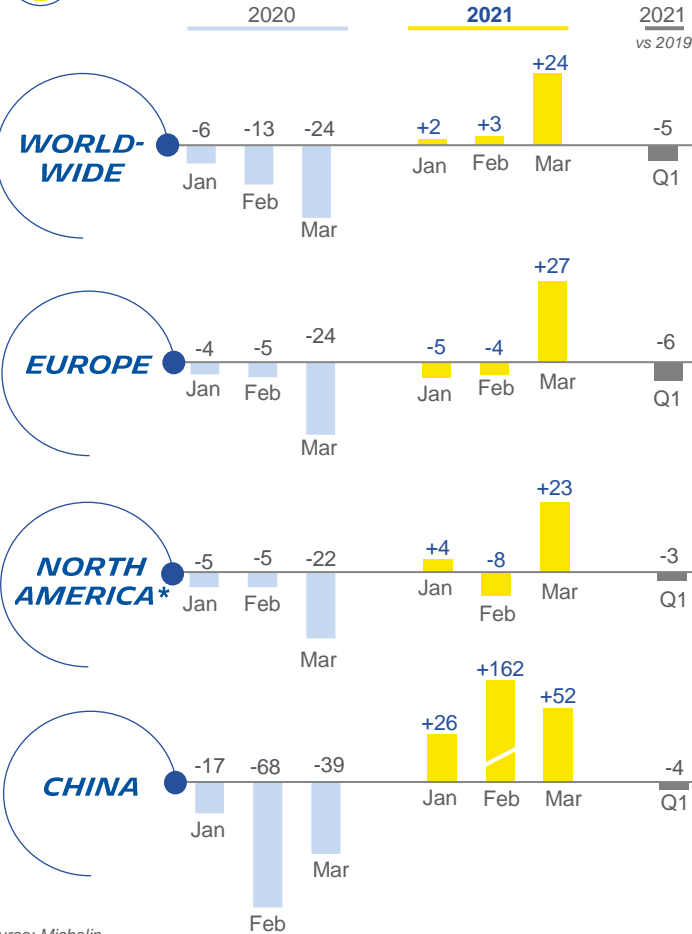
OUTLOOK FOR 2021



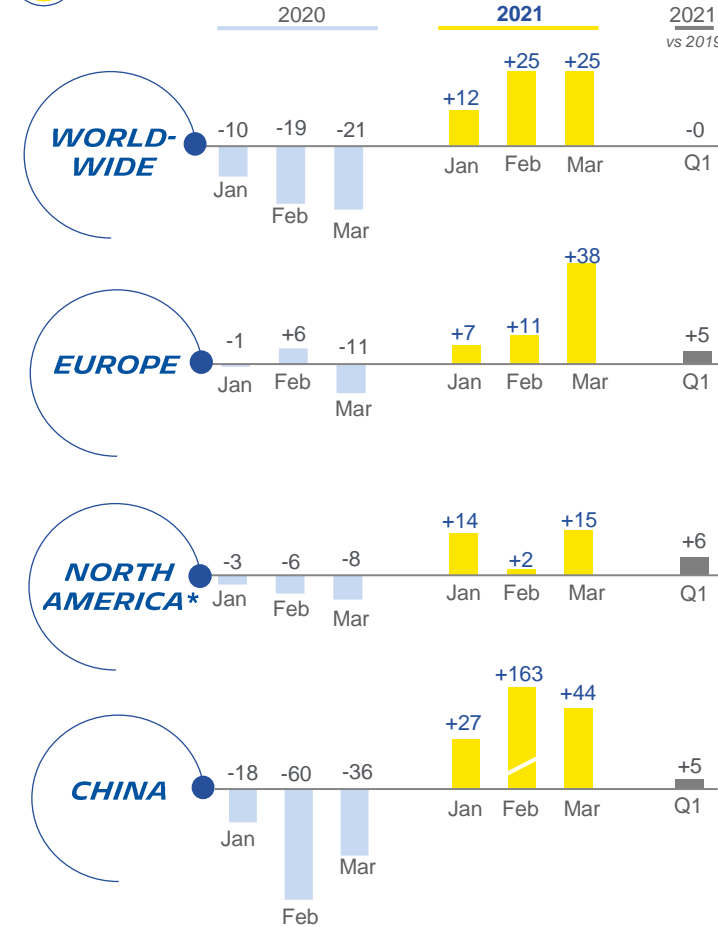
Q1 2021 MARKETS: PC/LT DOWN ON 2019, TRUCK CLOSE TO 2019. EXPECTED REBOUND IN THE SPECIALTIES OVER THE YEAR.



PC/LT: +9%

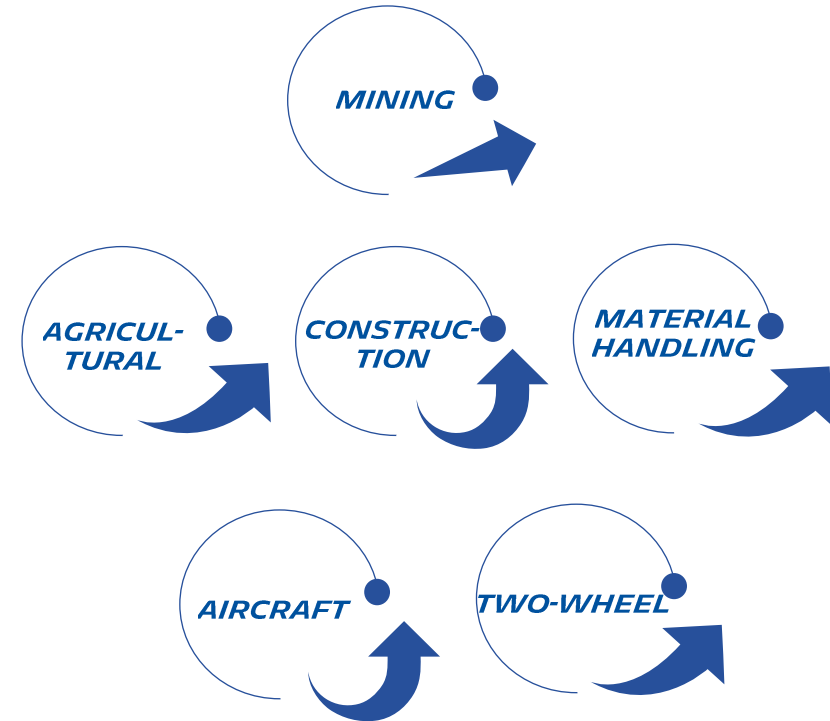


TRUCK: +20%



SPECIALTIES*: +8 à +12%

* estimated full-year market growth in 2021



Source: Michelin

* Including Central America for OE



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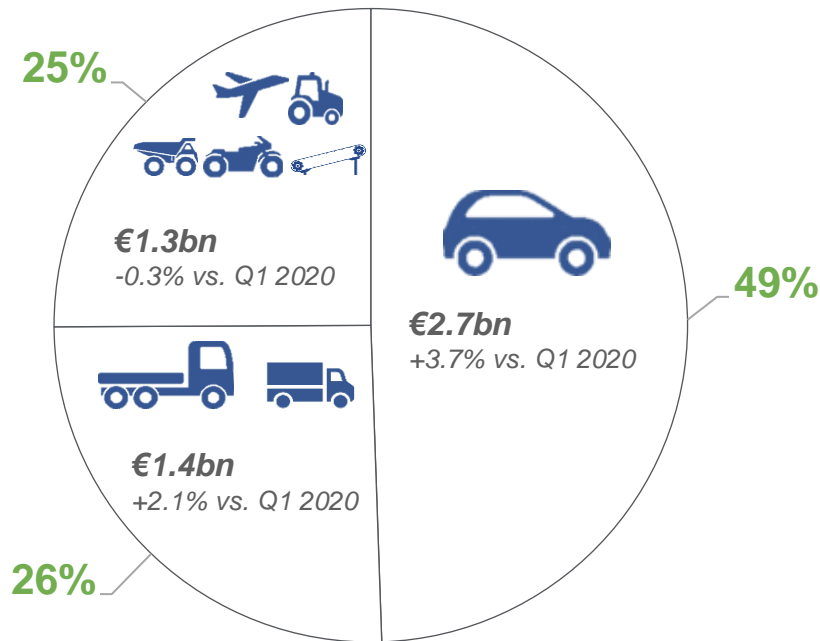




FIRST-QUARTER 2021: €5.4 BILLION IN SALES, UP 8.3% AT CONSTANT EXCHANGE RATES, LIFTED BY THE RECOVERY IN DEMAND



Breakdown of Sales in first-quarter 2021
and change at current exchange rates versus first-quarter 2020 (%)



2021 business context

- Strong upturn in global demand, despite major supply chain disruptions and persistent health-related restrictions

Business at end-March 2021

- 7.5% growth in tire volumes
- Positive and robust 0.9% price-mix effect
 - Firm price discipline in response to higher raw materials and logistics costs
 - Continued enhancement of the product mix, with market share gains in MICHELIN-branded 18-inch and larger tires
- Continued commitment to improve competitiveness



THE GROUP CONFIRMS ITS GUIDANCE FOR 2021

2021 scenario

	2021
Volumes	In line with the markets
Net price-mix/raw materials effect	Slightly positive
Cost impact of raw materials prices and customs duties	Strongly negative
Currency effect	Strongly negative

Market growth assumptions for 2021

6% to 10% increase in PC & LT tires
4% and 8% increase in Truck tires
8% to 12% increase in Specialty business tires

2021 guidance (excluding any new systemic effect of Covid-19*)

Segment operating income at constant exchange rates	> €2,500m
Structural free cash flow**	~ €1,000m

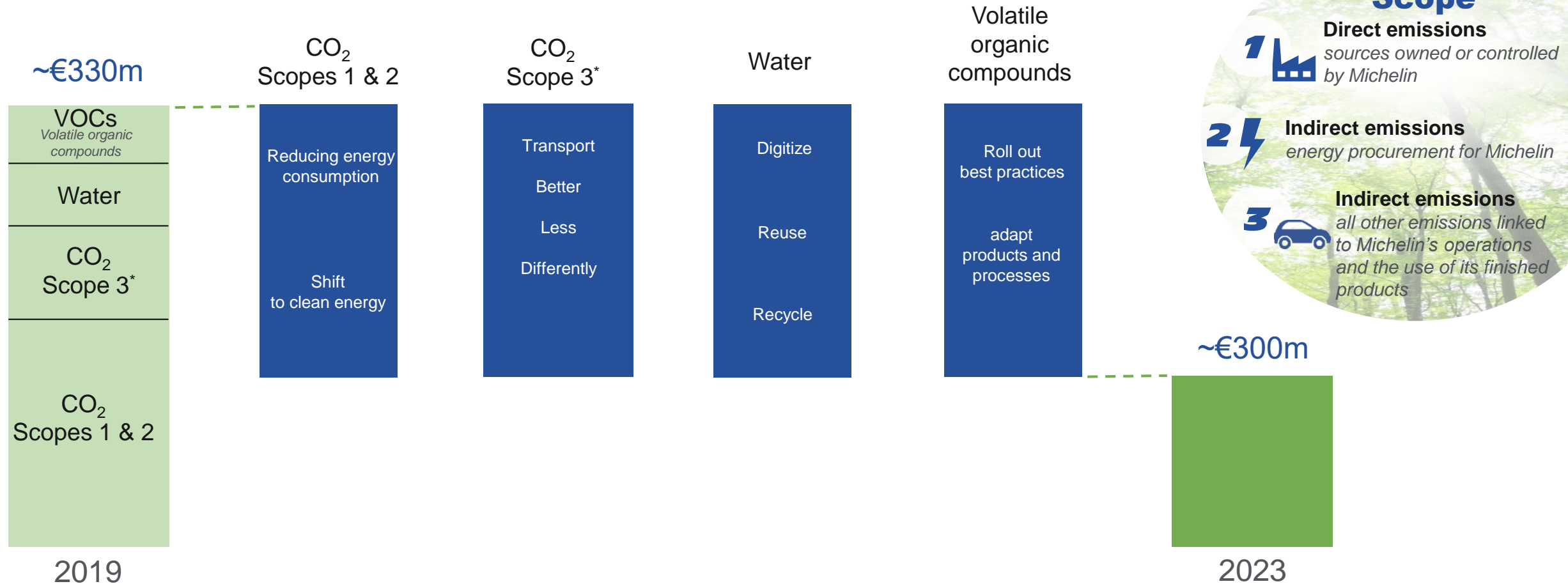
* Restrictions on freedom of movement that would result in a significant drop in the tire markets, or any serious supply chain disruption

** Structural free cash flow corresponds to free cash flow before acquisitions, adjusted for the impact of changes in raw material costs on trade payables, trade receivables and inventories



IN ORDER TO MONITOR ITS ENVIRONMENTAL IMPACT, MICHELIN HAS BEGUN TO ASSESS ITS NEGATIVE EXTERNALITIES

Michelin has identified clear and actionable levers to reduce its negative externalities



* Only upstream and downstream transportation and distribution of natural rubber, semi-finished and finished products



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***REPORT OF THE CHAIRMAN
OF THE SUPERVISORY BOARD***

*MICHEL ROLLIER
CHAIRMAN OF THE BOARD*

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HIGH-TECH MATERIALS *INSIGHT*

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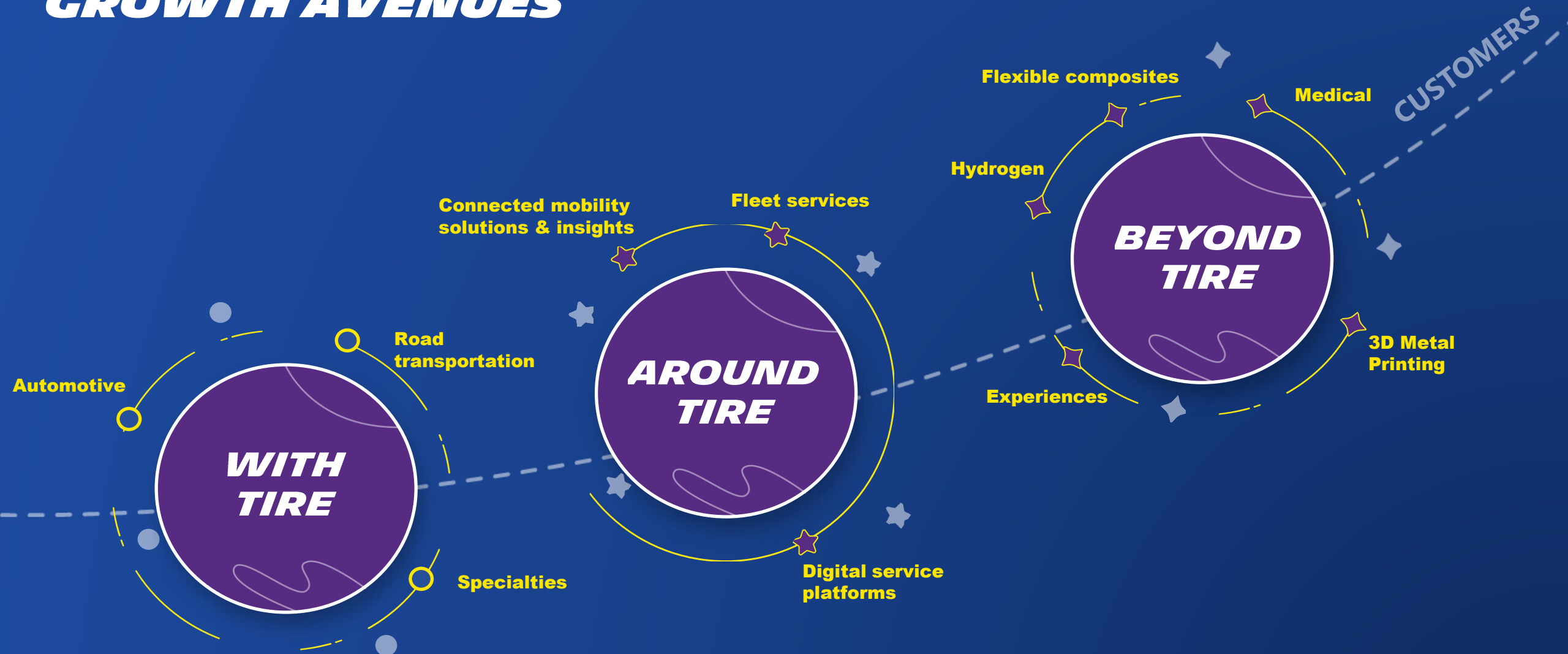
4

STRATEGIC SPEECH OF THE MANAGING CHAIRMAN

FLORENT MENEGAUX



GROWTH AVENUES



6 TRANSFORMATIONS FOR SUCCESS

***"I AM
MICHELIN"***

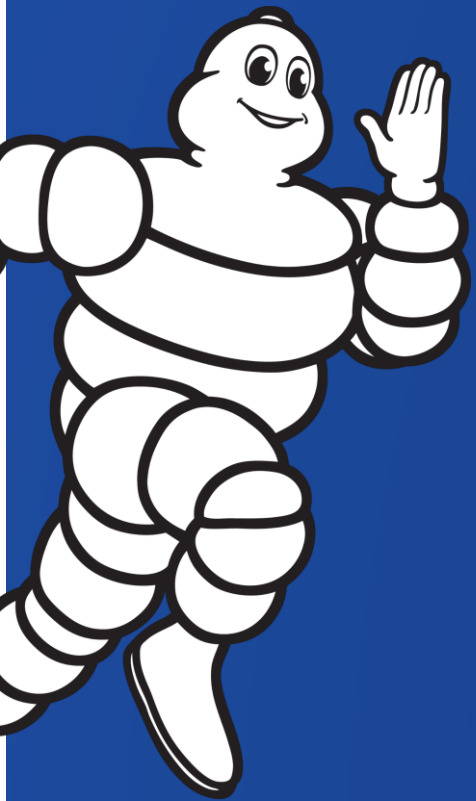
***CUSTOMER
CENTRICITY***

***INNOVATION
ACCELERATION***

***AGILE
MICHELIN***

***DATA
DRIVEN
COMPANY***

***ALL IN ACTION
FOR
THE ENVIRONMENT***



ANNUAL GENERAL MEETING

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DICUSSION WITH SHAREHOLDERS

Ask your question at questionAG@michelin.com



THE MICHELIN INDIVIDUAL SHAREHOLDERS' COMMITTEE



Thérèse BONNET
English teacher
(American nationality)



Nicolas MORIN
Competition tire developer
and motorbike test driver



Carine KATZENFORT-POTY
Benefits Specialist



Adrien DE PAREDES
Maintenance Agent



Pascale DEVERAUX
Honorary Lawyer



Emmanuel ZANCA
Bank Branch Manager

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5

DICUSSION WITH SHAREHOLDERS

Ask your question at questionAG@michelin.com

ANNUAL GENERAL MEETING

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RESOLUTIONS AND VOTING RESULTS



1ST, 2ND, 3RD AND 4TH RESOLUTIONS



ORDINARY

- **Approval of the Company financial statements for the year ended December 31, 2020**
- **Appropriation of net income for the year ended December 31, 2020 and approval of the recommended dividend**
- **Approval of the consolidated financial statements for the year ended December 31, 2020**
- **Related-party agreements**

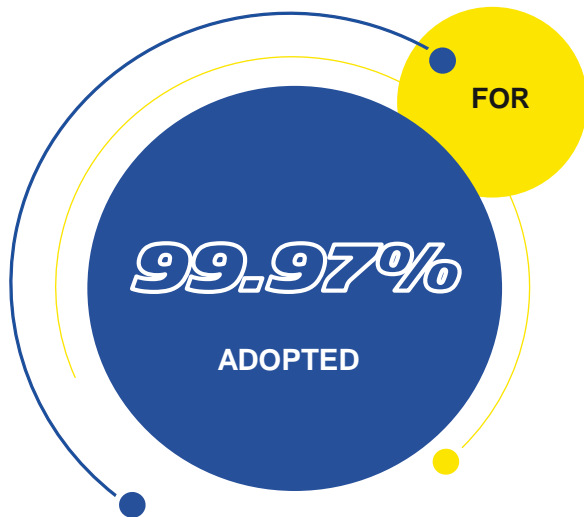


VOTING RESULTS 1ST AND 2ND RESOLUTIONS



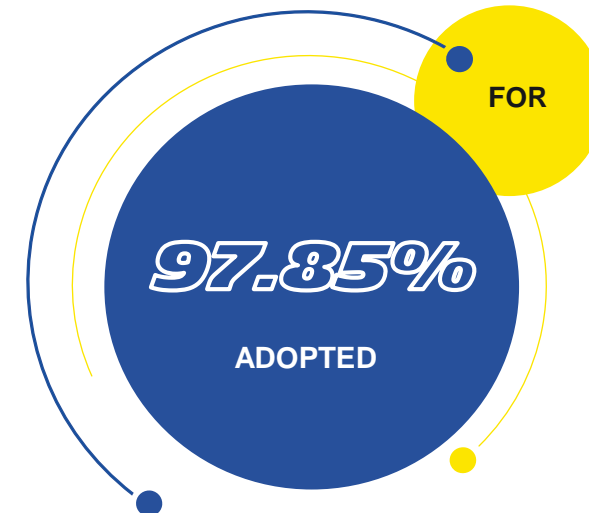
• 1st resolution

- Approval of the Company financial statements for the year ended December 31, 2020



• 2nd resolution

- Appropriation of net income for the year ended December 31, 2020 and approval of the recommended dividend



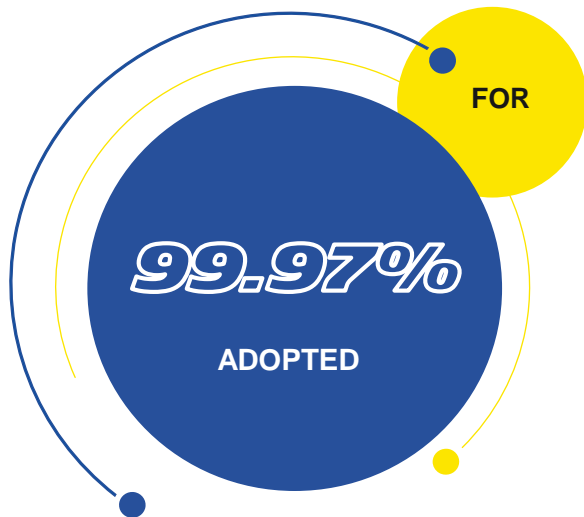


VOTING RESULTS 3RD AND 4TH RESOLUTIONS



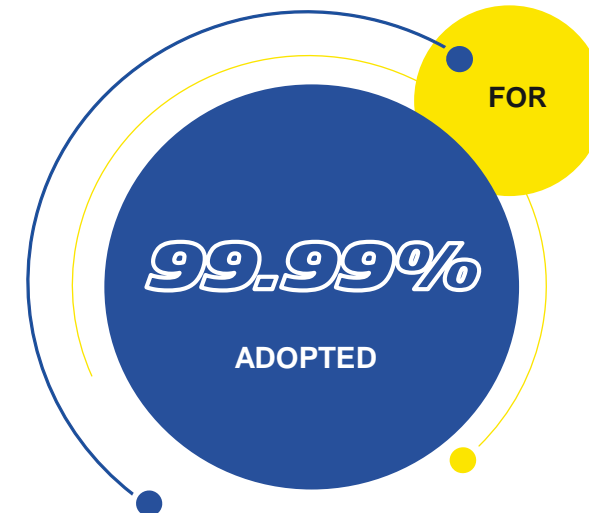
- **3rd resolution**

- Approval of the consolidated financial statements for the year ended December 31, 2020



- **4th resolution**

- Related-party agreements





5TH RESOLUTION



ORDINARY

- **Authorization for the Managers or any one of them to put in place a share buyback program, except during a public offer period, based on a maximum purchase price per share of €180**



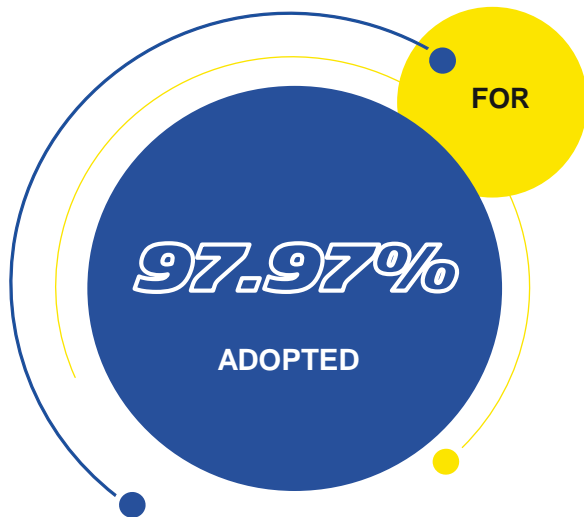
VOTING RESULTS 5TH RESOLUTION



ORDINARY

- **5th resolution**

- Authorization for the Managers or any one of them to put in place a share buyback program, except during a public offer period, based on a maximum purchase price per share of €180





6TH AND 7TH RESOLUTIONS



ORDINARY

- **Approval of the Compensation Policy applicable to the Managers**
- **Approval of the Compensation Policy applicable to members of the Supervisory Board**

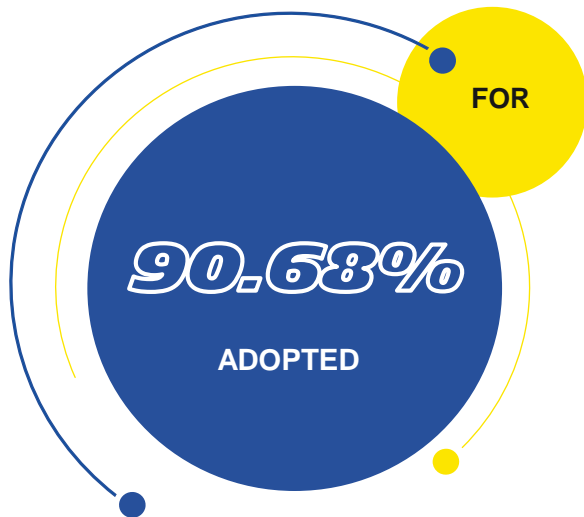


VOTING RESULTS 6TH AND 7TH RESOLUTIONS

ORDINARY

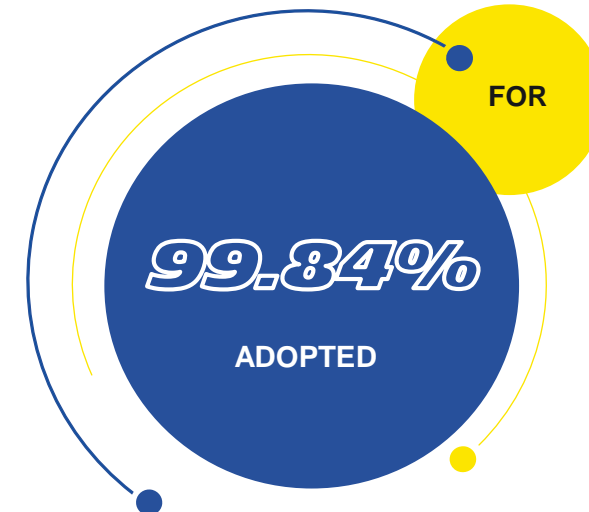
• 6th resolution

- Approval of the Compensation Policy applicable to the Managers
Approbation de la politique de rémunération applicable aux membres du Conseil de Surveillance



• 7th resolution

- Approval of the Compensation Policy applicable to members of the Supervisory Board





8TH , 9TH , 10TH AND 11TH RESOLUTIONS



- **Approval of the disclosures concerning the compensation packages of the corporate officers**
- **Approval of the components of the compensation paid or awarded to Florent Menegaux for the year ended December 31, 2020**
- **Approval of the components of the compensation paid or awarded to Yves Chapot for the year ended December 31, 2020**
- **Approval of the components of the compensation paid or awarded to Michel Rollier for the year ended December 31, 2020**

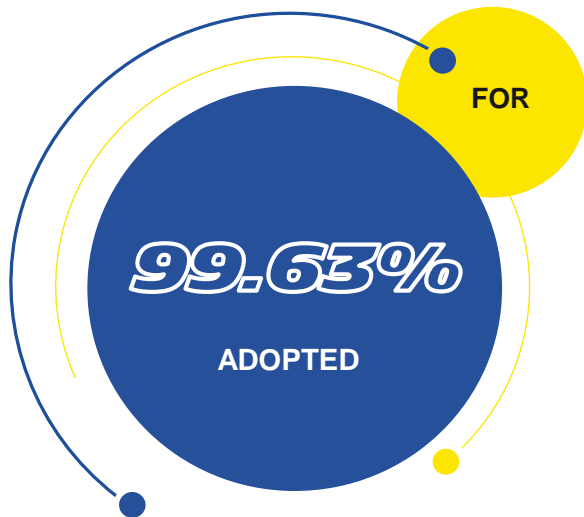


VOTING RESULTS 8TH AND 9TH RESOLUTIONS

ORDINARY

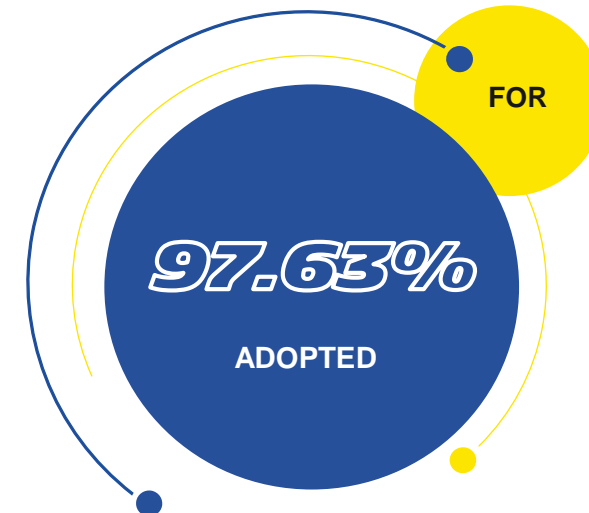
• 8th resolution

- Approval of the disclosures concerning the compensation packages of the corporate officers



• 9th resolution

- Approval of the components of the compensation paid or awarded to Florent Menegaux for the year ended December 31, 2020



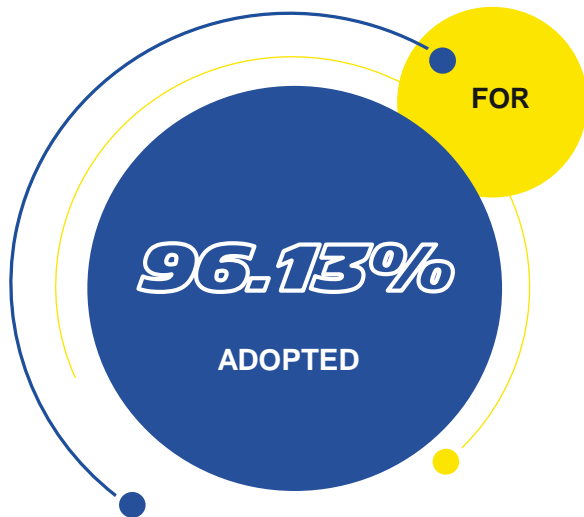


VOTING RESULTS 10TH AND 11TH RESOLUTIONS



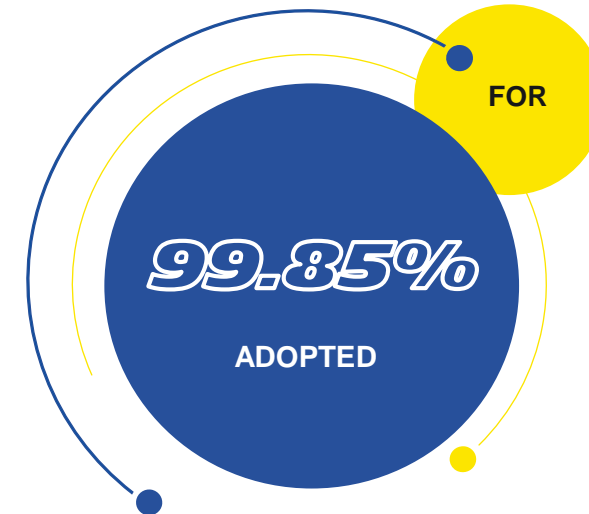
- **10th resolution**

- Approval of the components of the compensation paid or awarded to Yves Chapot for the year ended December 31, 2020



- **11th resolution**

- Approval of the components of the compensation paid or awarded to Michel Rollier for the year ended December 31, 2020





12TH AND 13TH RESOLUTIONS



ORDINARY

- **Ratification of the appointment of Jean-Michel Severino as a member of the Supervisory Board**
- **Election of Wolf-Henning Scheider as a member of the Supervisory Board**

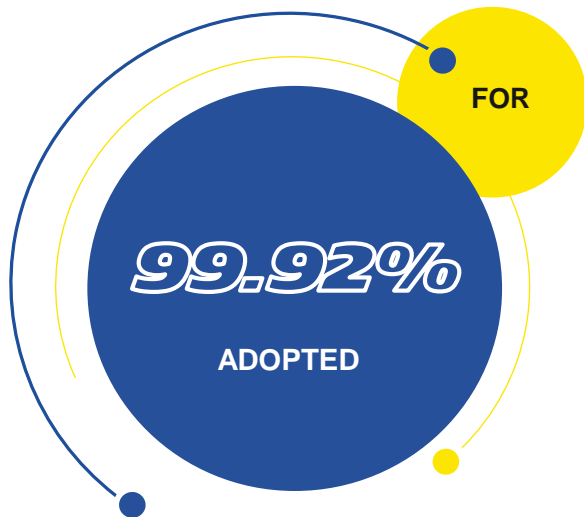


VOTING RESULTS 12TH AND 13TH RESOLUTIONS



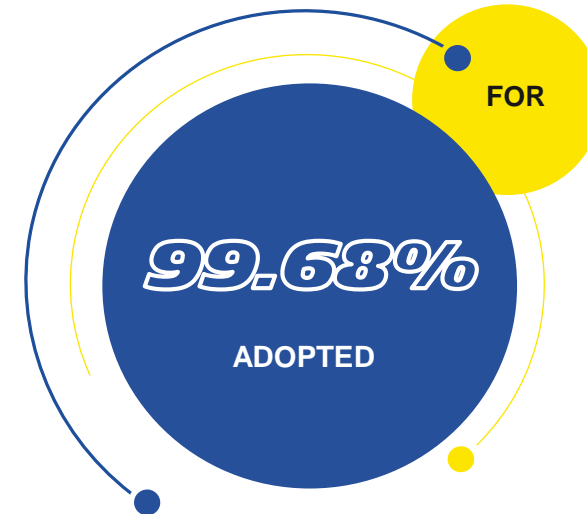
- **12th resolution**

- Ratification of the appointment of Jean-Michel Severino as a member of the Supervisory Board



- **13th resolution**

- Election of Wolf-Henning Scheider as a member of the Supervisory Board





14TH RESOLUTION



EXTRAORDINARY

- **Authorization for the Managers or any one of them to reduce the Company's capital by canceling shares**



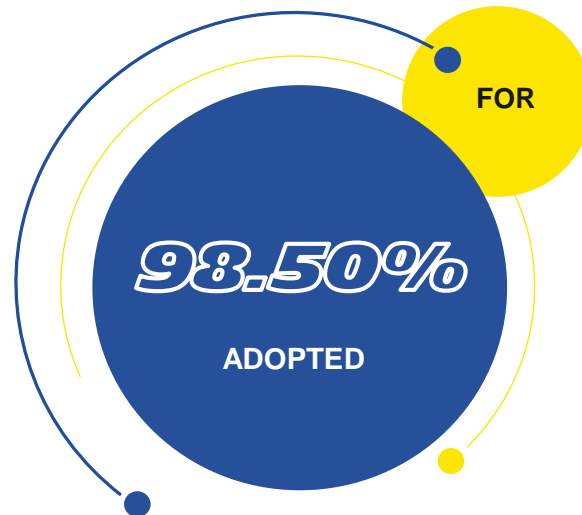
VOTING RESULTS 14TH RESOLUTION



EXTRAORDINARY

- **14th resolution**

- Authorization for the Managers or any one of them to reduce the Company's capital by canceling shares





15TH AND 16TH RESOLUTIONS



EXTRAORDINARY

- **Amendments to the Bylaws concerning the financial rights of the General Partners**
- **Amendments to the Bylaws concerning the terms of the Managers' compensation**



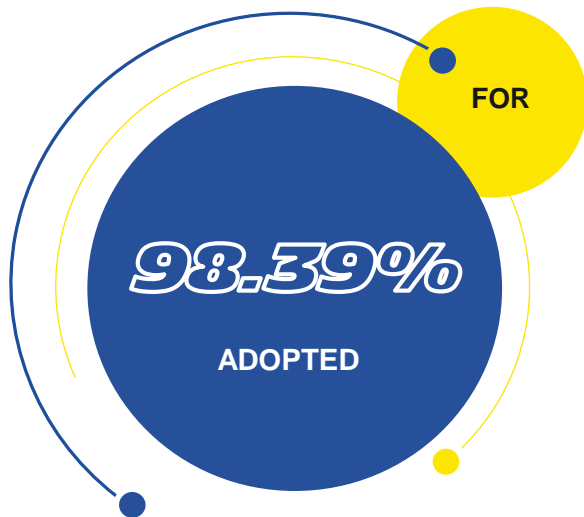
VOTING RESULTS 15TH AND 16TH RESOLUTIONS



EXTRAORDINARY

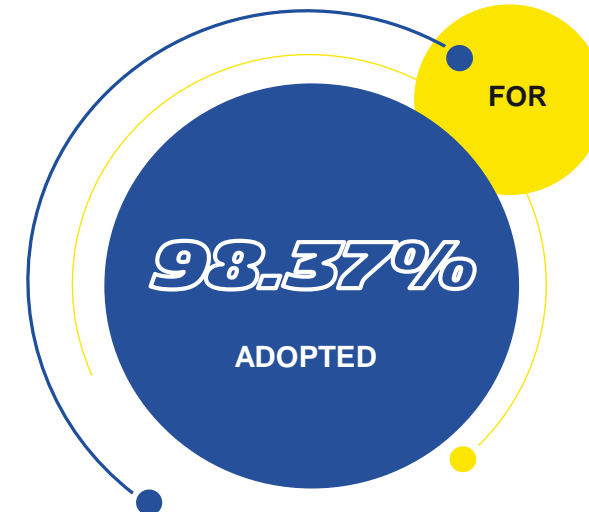
- **15th resolution**

- Amendments to the Bylaws concerning the financial rights of the General Partners



- **16th resolution**

- Amendments to the Bylaws concerning the terms of the Managers' compensation



- **Powers to carry out formalities**

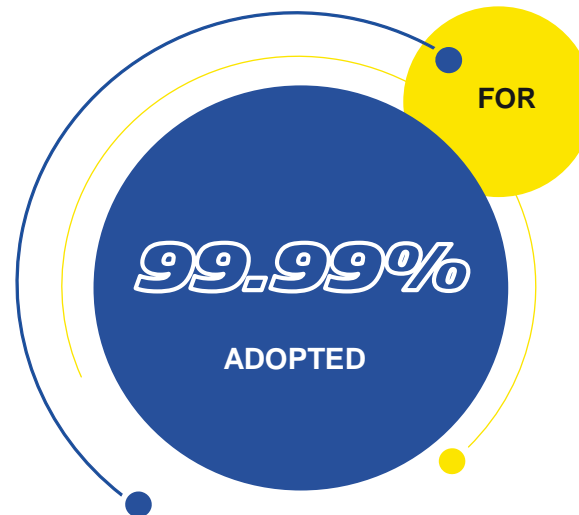


VOTING RESULTS 17TH RESOLUTION

- **17th resolution**
 - Powers to carry out formalities



EXTRAORDINARY





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