



# CONSOLIDATED FINANCIAL STATEMENTS

AT 31 DECEMBER 2023



## 7.1 Consolidated financial statements

### 7.1.1 Consolidated profit and loss account

| <i>(in € millions)</i>  | Notes     | <b>2023</b>     | <b>2022</b>     |
|---|-----------|-----------------|-----------------|
| <b>Sales</b>  | Note 2    | <b>18,428.4</b> | <b>17,568.8</b> |
| Cost of sales   |           | (13,662.0)      | (13,113.4)      |
| Research and development expenses   |           | (1,107.7)       | (1,063.6)       |
| Marketing and selling expenses  |           | (1,384.0)       | (1,350.4)       |
| General and administrative expenses   |           | (621.0)         | (598.5)         |
| Restructuring costs   | Note 10.3 | (91.4)          | (98.5)          |
| <b>Income from operations</b>   | Note 2    | <b>1,562.3</b>  | <b>1,344.4</b>  |
| Disposal of assets, changes in scope of consolidation and other                       | Note 3.2  | (387.9)         | (23.9)          |
| Impairment on non-current fixed assets  | Note 4.1  | —               | —               |
| <b>Income of operating activities before share in net income of equity affiliates</b> |           | <b>1,174.4</b>  | <b>1,320.5</b>  |
| Share in net income of equity affiliates  | Note 5.1  | 147.4           | 180.0           |
| <b>Income of operating activities after share in net income of equity affiliates</b>  |           | <b>1,321.8</b>  | <b>1,500.5</b>  |
| Financial interests on gross debt   |           | (159.6)         | (75.9)          |
| Financial interests on cash and cash equivalents                                      |           | 161.4           | 25.8            |
| <b>Interest expense, net</b>  | Note 6.1  | <b>1.8</b>      | <b>(50.1)</b>   |
| Other financial expenses  | Note 6.1  | (65.0)          | (98.5)          |
| Finance costs on pensions and other employee benefits                                 | Note 9.3  | (77.8)          | (4.9)           |
| Income tax  | Note 7.1  | (252.2)         | (225.1)         |
| <b>Net income relating to continued operations</b>                                    |           | <b>928.6</b>    | <b>1,121.9</b>  |
| <b>Net income relating to discontinued operations</b>                                 | Note 1.3  | <b>74.3</b>     | <b>9.1</b>      |
| <b>NET INCOME</b>   |           | <b>1,002.9</b>  | <b>1,131.0</b>  |
| <b>Shareholders of the parent company</b>   |           | <b>1,023.4</b>  | <b>1,120.6</b>  |
| Of which: net income relating to continued operations, Group share                    |           | 949.1           | 1,111.5         |
| Of which: net income relating to discontinued operations, Group share                 |           | 74.3            | 9.1             |
| <b>Non-controlling interests</b>  |           | <b>(20.5)</b>   | <b>10.4</b>     |
| Basic earnings per share <i>(in euros)</i>  | Note 8.2  | 4.91            | 5.29            |
| Diluted earnings per share <i>(in euros)</i>  | Note 8.2  | 4.89            | 5.28            |

Segment information (including EBIT calculation) is detailed in Note 2.1.



## 7.1.2 Consolidated statement of comprehensive income

| (in € millions)   |          | 2023           |                           |                | 2022           |                           |                |
|---|----------|----------------|---------------------------|----------------|----------------|---------------------------|----------------|
|   |          | Group share    | Non-controlling interests | Total          | Group share    | Non-controlling interests | Total          |
| <b>NET INCOME</b>                                       |          | <b>1,023.4</b> | <b>(20.5)</b>             | <b>1,002.9</b> | <b>1,120.6</b> | <b>10.4</b>               | <b>1,131.0</b> |
| Translation adjustments                                 | Note 8.1 | (95.2)         | (0.9)                     | (96.1)         | (10.5)         | 3.9                       | (6.6)          |
| Cash flow hedge   | Note 8.1 | 47.8           | 6.5                       | 54.3           | (12.2)         | (4.8)                     | (17.0)         |
| Equity affiliates                                       | Note 5.1 | 19.0           | —                         | 19.0           | (18.7)         | —                         | (18.7)         |
| Discontinued operations                                 |          | 9.9            | —                         | 9.9            | (19.8)         | —                         | (19.8)         |
| <b>Items that may be reclassified to income</b>         |          | <b>(18.5)</b>  | <b>5.6</b>                | <b>(12.9)</b>  | <b>(61.2)</b>  | <b>(0.9)</b>              | <b>(62.1)</b>  |
| Actuarial gains (losses) on pensions                    | Note 9.3 | (262.6)        | (4.0)                     | (266.6)        | 457.1          | 10.7                      | 467.8          |
| Financial assets at fair value                          |          | (3.1)          | (0.2)                     | (3.3)          | (30.3)         | (13.5)                    | (43.8)         |
| Deferred tax  | Note 7.2 | 28.0           | 1.0                       | 29.0           | (58.8)         | (2.8)                     | (61.6)         |
| Equity affiliates                                       | Note 5.1 | (3.7)          | —                         | (3.7)          | 23.3           | —                         | 23.3           |
| Discontinued operations                                 |          | (14.4)         | —                         | (14.4)         | 146.9          | —                         | 146.9          |
| <b>Items that will not be reclassified to income</b>    |          | <b>(255.8)</b> | <b>(3.2)</b>              | <b>(259.0)</b> | <b>538.2</b>   | <b>(5.6)</b>              | <b>532.6</b>   |
| <b>Other comprehensive income (loss) for the period</b> |          | <b>(274.3)</b> | <b>2.4</b>                | <b>(271.9)</b> | <b>477.0</b>   | <b>(6.5)</b>              | <b>470.5</b>   |
| <b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>        |          | <b>749.1</b>   | <b>(18.1)</b>             | <b>731.0</b>   | <b>1,597.6</b> | <b>3.9</b>                | <b>1,601.5</b> |

## 7.1.3 Consolidated statement of changes in equity

| (in € millions)   | Number of shares outstanding<br>(thousands) | Share capital | Additional paid-in capital | Retained earnings | Cash flow hedge | Cumulative translation adjustment | Treasury shares | Group share    | Non-controlling interests | Total equity   |
|---|---|---------------|----------------------------|-------------------|-----------------|-----------------------------------|-----------------|----------------|---------------------------|----------------|
| <b>AT 1<sup>st</sup> JANUARY 2022</b>                           | <b>212,918</b>                              | <b>640.2</b>  | <b>4,076.6</b>             | <b>2,116.8</b>    | <b>(104.7)</b>  | <b>(216.9)</b>                    | <b>(37.7)</b>   | <b>6,474.3</b> | <b>244.4</b>              | <b>6,718.7</b> |
| Net income  | —   | —             | —                          | 1,120.6           | —               | —                                 | —               | 1,120.6        | 10.4                      | 1,131.0        |
| Other comprehensive income (loss)                               | —   | —             | —                          | 538.2             | (19.9)          | (41.3)                            | —               | 477.0          | (6.5)                     | 470.5          |
| <b>Total comprehensive income for 2022</b>                      | <b>—</b>                                    | <b>—</b>      | <b>—</b>                   | <b>1,658.8</b>    | <b>(19.9)</b>   | <b>(41.3)</b>                     | <b>—</b>        | <b>1,597.6</b> | <b>3.9</b>                | <b>1,601.5</b> |
| Parent company dividend distribution                            | —   | —             | —                          | (563.4)           | —               | —                                 | —               | (563.4)        | —                         | (563.4)        |
| Third-party share in dividend paid by subsidiaries              | —   | —             | —                          | —                 | —               | —                                 | —               | —              | (41.7)                    | (41.7)         |
| Share-based payments  | —   | —             | —                          | 22.8              | —               | —                                 | —               | 22.8           | —                         | 22.8           |
| (Acquisitions)/disposals of treasury shares                     | (2,784)                                     | —             | —                          | (4.6)             | —               | —                                 | (344.6)         | (349.2)        | —                         | (349.2)        |
| Other   | —   | —             | —                          | (8.1)             | —               | (0.1)                             | —               | (8.2)          | 1.0                       | (7.2)          |
| <b>At 31 DECEMBER 2022</b>                                      | <b>210,134</b>                              | <b>640.2</b>  | <b>4,076.6</b>             | <b>3,222.3</b>    | <b>(124.6)</b>  | <b>(258.3)</b>                    | <b>(382.3)</b>  | <b>7,173.9</b> | <b>207.6</b>              | <b>7,381.5</b> |
| Net income  | —   | —             | —                          | 1,023.4           | —               | —                                 | —               | 1,023.4        | (20.5)                    | 1,002.9        |
| Other comprehensive income (loss)                               | —   | —             | —                          | (255.8)           | 92.2            | (110.7)                           | —               | (274.3)        | 2.4                       | (271.9)        |
| <b>Total comprehensive income for 2023</b>                      | <b>—</b>                                    | <b>—</b>      | <b>—</b>                   | <b>767.6</b>      | <b>92.2</b>     | <b>(110.7)</b>                    | <b>—</b>        | <b>749.1</b>   | <b>(18.1)</b>             | <b>731.0</b>   |
| Parent company dividend distribution                            | —   | —             | —                          | (633.7)           | —               | —                                 | —               | (633.7)        | —                         | (633.7)        |
| Third-party share in dividend paid by subsidiaries              | —   | —             | —                          | —                 | —               | —                                 | —               | —              | (49.3)                    | (49.3)         |
| Share-based payments  | —   | —             | —                          | 24.4              | —               | —                                 | —               | 24.4           | —                         | 24.4           |
| (Acquisitions)/disposals of treasury shares                     | (3,466)                                     | —             | —                          | (16.4)            | —               | —                                 | (474.6)         | (491.0)        | —                         | (491.0)        |
| Capital reduction through cancellation of shares <sup>(a)</sup> | —   | (9.6)         | (371.0)                    | —                 | —               | —                                 | 380.6           | —              | —                         | —              |
| Other   | —   | —             | —                          | 8.1               | —               | (0.8)                             | —               | 7.3            | (1.2)                     | 6.1            |
| <b>At 31 DECEMBER 2023</b>                                      | <b>206,668</b>                              | <b>630.6</b>  | <b>3,705.6</b>             | <b>3,372.3</b>    | <b>(32.4)</b>   | <b>(369.8)</b>                    | <b>(476.3)</b>  | <b>6,830.0</b> | <b>139.0</b>              | <b>6,969.0</b> |

(a) On March 08, 2023, the Board of Directors decided to reduce Thales's share capital by cancelling 3,201,169 of its own registered shares, i.e. 1.5% of the share capital, with effect from March 13, 2023. These shares were bought back between April 1, 2022 and February 15, 2023, as part of the share buyback program announced on March 3, 2022.

Retained earnings include actuarial gains and losses on pension obligations amounting to €1,421.7 million at end 2022 and €491.6 million at end 2023.



## 7.1.4 Consolidated balance sheet

### Assets

| <i>(in € millions)</i>                        | Notes     | <b>31/12/23</b> | <b>31/12/22</b> |
|---|-----------|-----------------|-----------------|
| Goodwill                                      | Note 4.1  | 8,939.6         | 5,470.0         |
| Other intangible assets, net                  | Note 4.2  | 1,288.1         | 1,565.8         |
| Property, plant and equipment, net            | Note 4.2  | 3,596.1         | 3,478.9         |
| Investments in equity affiliates              | Note 5    | 1,648.4         | 1,589.3         |
| Non-consolidated investments                  | Note 6.4  | 129.2           | 127.2           |
| Other non-current financial assets            | Note 6.4  | 343.9           | 132.8           |
| Deferred tax assets                           | Note 7.3  | 1,183.3         | 1,043.0         |
| <b>NON-CURRENT ASSETS</b>                     |           | <b>17,128.6</b> | <b>13,407.0</b> |
| Inventories and work in progress              | Note 10.1 | 4,250.8         | 3,672.3         |
| Contract assets                               | Note 10.2 | 2,897.0         | 2,410.5         |
| Advances to suppliers                         | Note 10   | 786.4           | 641.9           |
| Accounts, notes and other current receivables | Note 10.4 | 6,269.1         | 5,810.1         |
| Current derivatives – assets                  | Note 6.6  | 133.4           | 172.6           |
| Current tax receivables                       | Note 7.3  | 194.3           | 194.7           |
| Current financial assets                      | Note 6.2  | 112.2           | 221.3           |
| Cash and cash equivalents                     | Note 6.2  | 3,979.9         | 5,099.6         |
| Assets held for sale                          | Note 1.3  | 3,034.0         | 2,790.5         |
| <b>CURRENT ASSETS</b>                         |           | <b>21,657.1</b> | <b>21,013.5</b> |
| <b>TOTAL ASSETS</b>                           |           | <b>38,785.7</b> | <b>34,420.5</b> |

### Equity and liabilities

| <i>(in € millions)</i>  | Notes     | <b>31/12/23</b> | <b>31/12/22</b> |
|---|-----------|-----------------|-----------------|
| Capital, additional paid-in capital and other reserves          |           | 7,676.1         | 7,814.5         |
| Cumulative translation adjustment                               |           | (369.8)         | (258.3)         |
| Treasury shares   |           | (476.3)         | (382.3)         |
| <b>Total attributable to shareholders of the parent company</b> |           | <b>6,830.0</b>  | <b>7,173.9</b>  |
| Non-controlling interests                                       |           | 139.0           | 207.6           |
| <b>TOTAL EQUITY</b>   | Note 8.1  | <b>6,969.0</b>  | <b>7,381.5</b>  |
| Long-term loans and borrowings                                  | Note 6.2  | 5,720.3         | 3,991.1         |
| Non-current derivatives – liabilities                           | Note 6.6  | –               | 1.0             |
| Pensions and other long-term employee benefits                  | Note 9.3  | 1,552.5         | 1,907.7         |
| Deferred tax liabilities  | Note 7.3  | 319.4           | 396.6           |
| <b>NON-CURRENT LIABILITIES</b>                                  |           | <b>7,592.2</b>  | <b>6,296.4</b>  |
| Contract liabilities  | Note 10.2 | 9,788.6         | 8,313.6         |
| Reserves for contingencies                                      | Note 10.3 | 1,726.7         | 1,752.0         |
| Accounts, notes and other current payables                      | Note 10.4 | 7,644.1         | 6,918.7         |
| Current derivatives – liabilities                               | Note 6.6  | 187.8           | 328.2           |
| Current tax payables  | Note 7.3  | 220.5           | 168.2           |
| Short-term loans and borrowings                                 | Note 6.2  | 2,713.3         | 1,480.3         |
| Liabilities held for sale                                       | Note 1.3  | 1,943.5         | 1,781.6         |
| <b>CURRENT LIABILITIES</b>                                      |           | <b>24,224.5</b> | <b>20,742.6</b> |
| <b>TOTAL EQUITY AND LIABILITIES</b>                             |           | <b>38,785.7</b> | <b>34,420.5</b> |

## 7.1.5 Consolidated statement of cash flows

| (in € millions)  | Notes         | 2023             | 2022             |
|--|---------------|------------------|------------------|
| <b>NET INCOME</b>  |               | <b>1,002.9</b>   | <b>1,131.0</b>   |
| Less, net income relating to discontinued operations                                 |               | (74.3)           | (9.1)            |
| <b>Net income relating to continued operations</b>                                   |               | <b>928.6</b>     | <b>1,121.9</b>   |
| <b>Add (deduct):</b>   |               |                  |                  |
| Income tax expense (gain)  |               | 252.2            | 225.1            |
| Net interest expenses  |               | (1.8)            | 50.1             |
| Share in net income of equity affiliates   | Note 5.1      | (147.4)          | (180.0)          |
| Dividends received from equity affiliates  | Note 5.1      | 123.7            | 60.8             |
| Depreciation and amortisation of PPE and intangible assets                           | Note 4.2      | 1,045.1          | 1,058.8          |
| Impairment on non-current fixed assets   | Note 4.1      | —                | —                |
| Provisions for pensions and other employee benefits                                  | Note 9.3      | 170.6            | 163.7            |
| Loss (gain) on disposal of assets, change in scope of consolidation and other        | Note 3.2      | 387.9            | 23.9             |
| Provisions for restructuring, net  | Note 10.3     | (15.6)           | (52.1)           |
| Other items  |               | (39.0)           | 17.3             |
| <b>Operating cash flows before working capital changes, interest and tax</b>         |               | <b>2,704.3</b>   | <b>2,489.5</b>   |
| Change in working capital and reserves for contingencies                             | Note 10       | 172.7            | 966.4            |
| Cash contributions to pension plans and other long-term employee benefits, o.w.:     | Note 9.3      | (1,181.5)        | (231.8)          |
| • UK deficit payment and buy-in  |               | (1,078.2)        | (95.1)           |
| • Recurring contributions/benefits   |               | (103.3)          | (136.7)          |
| Interest paid  |               | (147.5)          | (69.0)           |
| Interest received  |               | 158.8            | 26.6             |
| Income tax paid  |               | (195.4)          | (156.3)          |
| <b>Net cash flow from operating activities related to continued activities</b>       |               | <b>1,511.4</b>   | <b>3,025.4</b>   |
| <b>Net cash flow from operating activities related to discontinued activities</b>    |               | <b>85.0</b>      | <b>(30.6)</b>    |
| <b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>                                       | - I -         | <b>1,596.4</b>   | <b>2,994.8</b>   |
| Acquisitions of property, plant and equipment and intangible assets                  | Note 4.2      | (625.6)          | (534.6)          |
| Disposals of property, plant and equipment and intangible assets                     | Note 4.2      | 4.1              | 9.2              |
| <b>Net operating investments</b>   |               | <b>(621.5)</b>   | <b>(525.4)</b>   |
| Acquisitions of subsidiaries and affiliates  | Note 6.3      | (3,578.7)        | (417.8)          |
| Disposals of subsidiaries and affiliates   | Note 6.3      | 131.5            | 2.0              |
| Cash of acquired/disposed subsidiaries   |               | 20.9             | 26.9             |
| Decrease (increase) in loans and non-current financial assets                        |               | (18.5)           | (3.9)            |
| Decrease (increase) in current financial assets                                      |               | (80.9)           | (213.3)          |
| <b>Net financial investments</b>   |               | <b>(3,525.7)</b> | <b>(606.1)</b>   |
| <b>Net cash flow used in investing activities related to continued activities</b>    |               | <b>(4,147.2)</b> | <b>(1,131.5)</b> |
| <b>Net cash flow used in investing activities related to discontinued activities</b> |               | <b>(86.0)</b>    | <b>(39.0)</b>    |
| <b>NET CASH FLOW USED IN INVESTING ACTIVITIES</b>                                    | - II -        | <b>(4,233.2)</b> | <b>(1,170.5)</b> |
| Parent company dividend distribution   | Note 8.1      | (633.7)          | (563.4)          |
| Third party share in dividend distribution of subsidiaries                           |               | (49.3)           | (41.7)           |
| Purchase of treasury shares  |               | (491.0)          | (350.7)          |
| Issuance of debt   |               | 3,654.7          | 90.7             |
| Repayment of debt  |               | (908.7)          | (786.9)          |
| <b>Net cash flow from financing activities related to continued activities</b>       |               | <b>1,572.0</b>   | <b>(1,652.0)</b> |
| <b>Net cash flow from financing activities related to discontinued activities</b>    |               | <b>19.1</b>      | <b>(96.8)</b>    |
| <b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>                                       | - III -       | <b>1,591.1</b>   | <b>(1,748.8)</b> |
| Exchange rate variation relating to continued operations                             | -IV-          | (56.3)           | 2.7              |
| Exchange rate variation relating to discontinued operations                          | -V-           | 12.6             | 1.8              |
| <b>CHANGE IN CASH AND CASH EQUIVALENTS (Note 6.2-b)</b>                              | I+II+III+IV+V | <b>(1,089.4)</b> | <b>80.0</b>      |
| <b>of which, continued activities</b>  |               | <b>(1,120.1)</b> | <b>244.6</b>     |
| <b>of which, discontinued activities</b>   |               | <b>30.7</b>      | <b>(164.6)</b>   |

The Group's net debt position and variation are presented in Notes 6.2 and 6.3.



## 7.1.6 Notes to the consolidated financial statements

All monetary amounts included in these notes are expressed in millions of euros.

|                 |   |           |
|-----------------|---|-----------|
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## Note 1. Accounting standards framework

Thales' consolidated financial statements for the year ending December 31, 2023 were approved and authorized for issue by its Board of Directors on 4 March 2024. In accordance with French law, the financial statements will be deemed final once they have been adopted by the shareholders of the Group at the Annual General Meeting to be held on 15 May 2024.

Thales (parent company) is a French publicly traded joint-stock company (société anonyme) registered with the Nanterre Trade and Company Register under number 552 059 024.

### 1.1 Basis of preparation for the 2023 consolidated financial statements

Thales' consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) approved by the European Union at December 31, 2023.

These accounting policies, as described in Note 13, are similar to those applied by the Group for the year ending December 31, 2022.

Pension reform in France, voted for in April 2023, will notably raise the retirement age from 62 to 64. As a result, the Group has adjusted the assumptions used for actuarial valuations of retirement benefits. The impact on the financial statements is not material.

The "Pillar 2" reform of international taxation drawn up by the OECD, aimed in particular at establishing a minimum tax rate of 15%, and was adopted on December 29, 2023 as part of the French Finance Act. It will come into force in France as from the financial year beginning 1st January 2024.

Because of its sales level, the Group falls within the scope of this reform.

On May 23, 2023, the International Accounting Standards Board (IASB) published amendments to IAS 12 "Income

Taxes", which provide for a mandatory and temporary exemption from recognition of the deferred taxes associated with this top-up tax in the financial statements, as well as specific disclosures to be included in the notes to the financial statements.

The exception for non-recognition of deferred taxes related to Pillar 2 provided for in the amendments to IAS 12 "Income Taxes" has been applied.

Based on the estimates made for the years 2022 and 2023, the Group does not expect any material impact on the financial statements.

The amendments to existing standards IAS 1 and IFRS statement practice 2 (disclosure of accounting policies), IAS 8 (definition of accounting estimates) and IAS 12 (deferred taxes on assets and liabilities arising from the same transaction) have no impact on the Group's consolidated financial statements.

### 1.2 New standards mandatory after December 31, 2023

The texts adopted by the IASB and applicable after December 31, 2023 are the following:

- Amendments to IAS 1: Non-current liabilities with covenants;
- Amendments to IAS 1: Classification of liabilities as current and non-current;
- Amendments to IFRS 16: Lease liabilities in a Sale and Leaseback;

- Amendments to IAS 21: Effect of changes in foreign exchange rates - lack of exchangeability;
- Amendments to IAS 7 and IFRS 7: Supplier finance arrangements;

These amendments should not impact the Group significantly.

### 1.3 Classification of Transportation business as "discontinued operations"

On August 3, 2021, Thales entered into exclusive negotiations with Hitachi Rail in order to sell the global Transport business segment for an enterprise value of €1.66 billion. The groups have signed a Sale and Purchase Agreement on February 10, 2022. The Group has finalized the separation of activities in the process of being sold.

To date, discussions with the European Commission's DG Competition and the UK Competition Authority (CMA) are still ongoing. The transaction is expected to close in the first half of 2024.

In accordance with IFRS 5 standard "Non-current assets held for sale and discontinued operations", the Group has reclassified the financial statements of this business segment under "discontinued operations".

For each of the published periods, the impacts of this classification on the Group's financial statements are as follows:

- Assets and liabilities held for sale are reported on dedicated lines in the balance sheet. In accordance with IFRS 5, intra-group transactions remain eliminated.
- Net income of the Transport business is reported on a single line of the income statement under "Net income relating to discontinued operations".
- In the consolidated statement of cash flows, net cash flows from operating, investing and financing activities relating to the Transport business are reported on a separate line.



### Financial information relating to discontinued operations:

| Profit & Loss   | 2023           | 2022           |
|---|----------------|----------------|
| <b>Sales</b>  | <b>1,821.8</b> | <b>1,772.4</b> |
| <b>Income of operating activities before share in net income of equity affiliates</b> | <b>93.3</b>    | <b>9.1</b>     |
| Share in net income of equity affiliates  | 2.5            | 3.5            |
| Financial result  | (13.4)         | (8.1)          |
| Income tax  | (8.1)          | 4.6            |
| <b>Net income</b>   | <b>74.3</b>    | <b>9.1</b>     |

**Sales** correspond to the contribution of the Transport business to consolidated sales. Intra-group flows are not significant.

**Income of operating activities** excludes the Group's corporate costs, which will no longer be re-invoiced to the Transport business after the transaction. Net income relating to continued operations is reduced accordingly.

This line mainly includes costs directly associated with the transaction (advisory fees, employee retention plans implemented as part of the transaction, carve-out costs, etc.). In accordance with IFRS 5, it also includes the cancellation of the depreciation and amortization of the PPE and intangible assets of the Transport business, as reported in income from operations.

| Cash-flows                                 | 2023        | 2022           |
|--|-------------|----------------|
| Net cash flow from operating activities    | 85.0        | (30.6)         |
| Net cash flow used in investing activities | (86.0)      | (39.0)         |
| Net cash flow from financing activities    | 19.1        | (96.8)         |
| Exchange rates and other                   | 12.6        | 1.8            |
| <b>Change in cash and cash equivalents</b> | <b>30.7</b> | <b>(164.6)</b> |

|  | 2023        | 2022          |
|--|-------------|---------------|
| <b>Net cash flow from operating activities</b> | <b>85.0</b> | <b>(30.6)</b> |
| less: UK deficit payment                       | 1.8         | 3.2           |
| CAPEX  | (29.4)      | (40.5)        |
| <b>Operating free cash flow</b>                | <b>57.4</b> | <b>(67.9)</b> |

| Asset                        | 31/12/23       | 31/12/22       |
|------------------------------|----------------|----------------|
| Goodwill                     | 879.8          | 879.8          |
| PPE and intangible assets    | 252.4          | 207.7          |
| Non-current financial assets | 55.1           | 48.6           |
| Deferred tax assets          | 27.8           | 23.6           |
| Working capital - assets     | 1,590.4        | 1,432.1        |
| Current financial assets     | 1.1            | 1.9            |
| Cash and cash equivalents    | 227.4          | 196.8          |
| <b>Assets held for sale</b>  | <b>3,034.0</b> | <b>2,790.5</b> |
| <b>Net cash (debt)</b>       | <b>152.0</b>   | <b>119.9</b>   |

| Liabilities                      | 31/12/23       | 31/12/22       |
|----------------------------------|----------------|----------------|
| Long-term loans and borrowings   | 50.6           | 50.8           |
| Pensions                         | 113.4          | 92.4           |
| Other non-current liabilities    | 11.4           | 23.9           |
| Working capital - liabilities    | 1,742.2        | 1,586.5        |
| Short-term loans and borrowings  | 25.9           | 28.0           |
| <b>Liabilities held for sale</b> | <b>1,943.5</b> | <b>1,781.6</b> |

As of December 31, 2023, the cumulative amount recognized in other comprehensive income that may be reclassified to income and relating to discontinued operations is:

- €15.6 million for the translation adjustment;
- €2.1 million for cash flow hedge.

Accumulated actuarial gains and losses relating to pension obligations amounted to €77.8 million.

## 1.4 Main sources of estimates

The preparation of the Group's consolidated financial statements involves making estimates and assumptions that have an impact on the assessment of the Group's performance and its consolidated assets and liabilities. These estimates are based on past experience and factor in the economic conditions prevailing at the end of the reporting period and any information available as of the date at which the financial statements are prepared. The judgments and estimates used by the Group to prepare the financial statements take into account the current assessment of risks induced by climate change, whether physical, regulatory, or related to customer expectations and sector commitments. In today's global economic environment, the degree of volatility and subsequent lack of visibility are particularly high. Future facts and circumstances could lead to changes in these estimates or assumptions which could affect the Group's financial situation, profit and loss and/or cash flows, notably with regard to:

### Recognition of revenue over time (Note 10)

A significant proportion of Thales's business is carried out in the form of long-term projects, sometimes obtained in a highly competitive environment.

These projects may :

- present a very high degree of technological complexity;
- have to meet very demanding operational, regulatory or contractual requirements, which may be difficult to achieve, or may evolve over time;
- face development or supply contingencies during the execution phase, which often lasts several years.

Their contractual structure (prime contractor for large systems, consortium, joint venture, public-private partnership, etc.) can also add constraints and complexity.

When these contracts are concluded on the basis of a fixed, lump-sum selling price, their actual duration and cost of development and implementation are likely to be significantly higher than estimated in the bid phase, with a negative impact on Thales's results and financial position. Moreover, in the event of failure to meet performance or schedule targets, customers may sometimes demand payment of penalties, or even terminate the contract.

The recognition of sales and margins relating to these contracts at the end of an accounting period depends mainly on :

- estimated sales and margins on completion, including provisions for technical and commercial risks;
- costs incurred to date in relation to estimated total costs on completion.

Monitoring of costs incurred to date and estimates of figures at completion are based, for each contract, on the Group's internal systems and procedures, with Project Managers playing a key role. These estimates are reviewed regularly by the Operations and Finance departments, under the supervision of the Group's corporate management, particularly at each end of period reporting.

### Litigation (Note 10.3 and 11)

The Group conducts its business in France and abroad in complex, evolving legal and regulatory environments. As a result, it is exposed to technical and commercial disputes. The Group regularly identifies and reviews all current commercial, civil or criminal litigation and pre-litigation, and recognizes any accounting provisions that it considers to be reasonable. Uncertainties concerning litigation in progress are described in Note 11.

### Business combinations

Business combinations are accounted for in accordance with the purchase accounting method described in Note 13-b: thus, on the date of the takeover of a company, the acquiree's identifiable assets and liabilities are measured at their fair value. These valuations are performed by independent experts who base their work on assumptions and must estimate the effects of future events, which are uncertain at the acquisition date.

### Goodwill (Note 4.1)

Goodwill is subject to impairment tests. The recoverable amount of goodwill is assessed based on forecasts extracted from the strategic plans prepared in accordance with Group procedures. Sensitivity tests are carried out on key assumptions in order to lend greater weight to the conclusions reached.

### Pensions and other long-term employee benefits (Note 9.3)

Pensions and other long-term employee benefit commitments are estimated on statistical and actuarial bases in accordance with the policies outlined in Note 13-k. Actuarial assumptions made by the Group (discount rates, inflation rate, mortality tables, etc.) are reviewed each year with the actuaries.

### Deferred tax assets (Note 7)

Deferred tax assets are recognized for tax loss carry-forwards and temporary differences between the book value and the tax value of assets and liabilities. The recoverability of these assets is assessed on the basis of forecasts of future tax results of the tax entities over a period of three to five years, the entity's history of tax losses, past non-recurring items and tax strategies specific to each country.



## Note 2. Segment information

### 2.1 Commercial activity and EBIT by segment

In order to monitor the operating and financial performance of the entities, the Group's management regularly considers certain key non-GAAP indicators as defined in Note 13-a, which enable them to exclude certain non-operating and non-recurring items.

In particular, EBIT, presented by business segment below, corresponds to income from operations plus the share in net income of equity affiliates, excluding expenses related to business combinations (amortization of acquisition-related assets (PPA) and other expenses directly linked to business combinations).

| 2023   | Aerospace      | Defence & Security | Digital I&S    | Other          | Thales          |
|--|----------------|--------------------|----------------|----------------|-----------------|
| Order book – non-Group at 31/12              | 9,272.0        | 35,247.0           | 658.6          | 73.7           | 45,251.3        |
| Order intake – non-Group                     | 5,591.7        | 14,139.2           | 3,342.4        | 58.4           | 23,131.7        |
| Sales – non-Group                            | 5,210.5        | 9,795.6            | 3,346.9        | 75.4           | 18,428.4        |
| Sales – intersegment                         | 127.7          | 386.0              | 75.5           | (589.2)        | –               |
| <b>Total sales</b>                           | <b>5,338.2</b> | <b>10,181.6</b>    | <b>3,422.4</b> | <b>(513.8)</b> | <b>18,428.4</b> |
| EBIT   | 371.1          | 1,251.4            | 507.6          | 2.0            | 2,132.1         |
| • Of which: Naval Group                      | –              | –                  | –              | 91.2           | 91.2            |
| • Excluding Naval Group                      | 371.1          | 1,251.4            | 507.6          | (89.2)         | 2,040.9         |
| Capital expenditures <sup>(a)</sup>          | 162.8          | 230.9              | 80.7           | 151.2          | 625.6           |
| Depreciation and amortization <sup>(a)</sup> | 102.4          | 153.8              | 81.7           | 112.5          | 450.4           |

  

| 2022   | Aerospace      | Defence & Security | Digital I&S    | Other          | Thales          |
|--|----------------|--------------------|----------------|----------------|-----------------|
| Order book – non-Group at 31/12              | 9,224.2        | 30,970.8           | 632.2          | 130.0          | 40,957.2        |
| Order intake – non-Group                     | 5,892.2        | 13,959.2           | 3,615.5        | 83.6           | 23,550.5        |
| Sales – non-Group                            | 4,704.8        | 9,156.0            | 3,617.6        | 90.4           | 17,568.8        |
| Sales – intersegment                         | 101.8          | 365.5              | 65.4           | (532.7)        | –               |
| <b>Total sales</b>                           | <b>4,806.6</b> | <b>9,521.5</b>     | <b>3,683.0</b> | <b>(442.3)</b> | <b>17,568.8</b> |
| EBIT   | 234.6          | 1,179.5            | 494.2          | 26.3           | 1,934.6         |
| • Of which: Naval Group                      | –              | –                  | –              | 118.8          | 118.8           |
| • Excluding Naval Group                      | 234.6          | 1,179.5            | 494.2          | (92.5)         | 1,815.8         |
| Capital expenditures <sup>(a)</sup>          | 135.0          | 175.2              | 90.7           | 133.7          | 534.6           |
| Depreciation and amortization <sup>(a)</sup> | 107.5          | 152.2              | 92.4           | 118.2          | 470.3           |

(a) Excluding PPA and IFRS 16.

Business segment are presented in Note 13-a.

In 2023, sales include €162.5 million (€113.4 million in 2022) in other income, mainly subsidies and patent royalties.

Order book, order intake and sales included in the "Other" column relate to corporate activities (Thales parent company, Thales Global Services, Group R&D centers, facilities management), and to the elimination of transactions between business segments.

Unallocated EBIT includes the Group's share (35%) in the net income of Naval Group, corporate income from operations which is not assigned to segments, and the cost of vacant premises. Other costs (mainly the costs of foreign holding companies not invoiced) are reallocated to business segments proportionally to their respective non-Group sales.

At the end of 2023, the order book stood at €45,251.3 million. Around 70% of this amount is expected to convert into sales within three years.

The reconciliation between income from operations and EBIT is analyzed as follows:

|   | 2023           | 2022           |
|---|----------------|----------------|
| <b>Income from operations</b>                                       | <b>1,562.3</b> | <b>1,344.4</b> |
| <b>Less, amortisation of acquisition-related assets (PPA):</b>      | <b>380.3</b>   | <b>381.1</b>   |
| • Intangible assets   | 357.3          | 358.1          |
| • Property, plant and equipment                                     | 23.0           | 23.0           |
| <b>Less, expenses directly linked to business combinations</b>      | <b>9.7</b>     | <b>–</b>       |
| <b>Share in net income of equity from affiliates</b>                | <b>147.4</b>   | <b>180.0</b>   |
| <b>Less, PPA amortisation related to equity affiliates entities</b> | <b>32.4</b>    | <b>29.1</b>    |
| <b>EBIT</b>   | <b>2,132.1</b> | <b>1,934.6</b> |

## 2.2 Sales by of destination

| 2023                               | Aerospace        | Defence & Security            | Digital I&S            | Other        | Thales          |
|------------------------------------|------------------|-------------------------------|------------------------|--------------|-----------------|
| <b>Sales by destination:</b>       |                  |                               |                        |              |                 |
| Europe                             | 3,497.2          | 6,714.7                       | 964.4                  | 46.2         | 11,222.5        |
| North America                      | 788.1            | 722.5                         | 1,063.7                | 6.4          | 2,580.7         |
| Australia and New Zealand          | 46.6             | 716.8                         | 48.3                   | —            | 811.7           |
| <b>Total mature markets</b>        | <b>4,331.9</b>   | <b>8,154.0</b>                | <b>2,076.4</b>         | <b>52.6</b>  | <b>14,614.9</b> |
| Emerging markets <sup>(a)</sup>    | 878.6            | 1,641.6                       | 1,270.5                | 22.8         | 3,813.5         |
| <b>TOTAL</b>                       | <b>5,210.5</b>   | <b>9,795.6</b>                | <b>3,346.9</b>         | <b>75.4</b>  | <b>18,428.4</b> |
| <b>Revenue recognition method:</b> |                  |                               |                        |              |                 |
| Over time                          | 3,171.5          | 8,208.9                       | 742.8                  | 55.2         | 12,178.4        |
| At a point in time                 | 2,039.0          | 1,586.7                       | 2,604.1                | 20.2         | 6,250.0         |
| <b>TOTAL</b>                       | <b>5,210.5</b>   | <b>9,795.6</b>                | <b>3,346.9</b>         | <b>75.4</b>  | <b>18,428.4</b> |
| <b>2022</b>                        |                  |                               |                        |              |                 |
|                                    | <b>Aerospace</b> | <b>Defence &amp; Security</b> | <b>Digital I&amp;S</b> | <b>Other</b> | <b>Thales</b>   |
| <b>Sales by destination:</b>       |                  |                               |                        |              |                 |
| Europe                             | 3,281.9          | 5,767.5                       | 1,098.2                | 46.3         | 10,193.9        |
| North America                      | 656.1            | 630.7                         | 1,121.8                | 6.1          | 2,414.7         |
| Australia and New Zealand          | 44.0             | 829.3                         | 85.0                   | —            | 958.3           |
| <b>Total mature markets</b>        | <b>3,982.0</b>   | <b>7,227.5</b>                | <b>2,305.0</b>         | <b>52.4</b>  | <b>13,566.9</b> |
| Emerging markets <sup>(a)</sup>    | 722.9            | 1,928.5                       | 1,312.6                | 37.9         | 4,001.9         |
| <b>TOTAL</b>                       | <b>4,704.9</b>   | <b>9,156.0</b>                | <b>3,617.6</b>         | <b>90.3</b>  | <b>17,568.8</b> |
| <b>Revenue recognition method:</b> |                  |                               |                        |              |                 |
| Over time                          | 2,964.4          | 7,326.2                       | 700.9                  | 49.6         | 11,041.1        |
| At a point in time                 | 1,740.5          | 1,829.8                       | 2,916.7                | 40.7         | 6,527.7         |
| <b>TOTAL</b>                       | <b>4,704.9</b>   | <b>9,156.0</b>                | <b>3,617.6</b>         | <b>90.3</b>  | <b>17,568.8</b> |

(a) Emerging markets: all countries outside Europe, North America, Australia and New Zealand.

In 2023, the Group's business is balanced between civilian customers for 48% and military customers for 52% (same as 2022).



## Note 3. Impact of changes in scope of consolidation

### 3.1 Main changes in scope of consolidation

#### a) Year 2023

In early October 2023, Thales sold its aeronautical electrical systems activities to Safran Electrical & Power. By 2022, this business had generated sales of around €145 million. The business has not been consolidated since that date.

In mid-October 2023, Thales finalized the acquisition of Tesserent, one of the leading cybersecurity players in Australia and New Zealand, for an amount of AUD 182.9 million (€112 million). This activity had generated 2022 sales of around €110 million. The business has been consolidated in the Group's accounts since October 2023.

At the beginning of December 2023, Thales finalized the acquisition of Imperva, a cybersecurity company specializing in data and application security based in the United States, for an amount of €3.434 billion. This activity has generated a 2022 sales of around

USD 500 million. The activity has been consolidated in the Group's accounts since December 1, 2023.

With the addition of Imperva, Thales' expanded cybersecurity portfolio now offers a highly complementary combination of solutions to help customers secure applications, data and identities across their entire digital ecosystem.

Purchase price allocation will be carried out during the first half of 2024, enabling in particular the value of acquired technologies and customer relationships to be identified.

#### b) Year 2022

At the beginning of May 2022, Thales finalized the acquisition of the Simulation and Training business of Ruag for an amount of CHF 113.7 million. This activity generated a turnover of around €90 million in 2021. The activity has been consolidated in the Group's accounts since May 1, 2022.

In July 2022, the Group finalized the agreement with Leonardo to take control of the Advanced Acoustic Concepts joint venture, which Thales previously held 49%. This joint venture had generated a turnover of around €70 million in 2021. In the consolidated accounts, this operation resulted in a revaluation result of the previously held share of €33 million, then a taking of control of the company.

At the beginning of October 2022, Thales finalized the acquisition of OneWelcome, the European leader in customer identity and access management, for €95.5 million. The activity has been consolidated in the Group's accounts since that date.

In October 2022, Thales acquired the companies S21sec and Excellium, two major players in cybersecurity consulting, integration and managed services in Europe, for €98.3 million. S21sec and Excellium generated a combined turnover of €59 million in 2021. The activity has been consolidated in the Group's accounts since October 1, 2022.

At the end of December 2022, Thales brought its business dedicated to cellular IoT products to Telit Cinterion, in exchange for a 25% stake in Telit Cinterion. This participation has been accounted for using the equity method in the Group's accounts since that date.

### 3.2 Disposal of assets, changes in scope of consolidation and other

|  | 2023           | 2022          |
|--|----------------|---------------|
| Disposal of investments  | 85.5           | (13.7)        |
| Acquisition and disposal-related fees                            | (60.4)         | (17.3)        |
| Disposal of real estate and other tangible and intangible assets | (6.3)          | (1.5)         |
| Impact of settlements/amendments to pensions plans (Note 9)      | (402.9)        | (29.4)        |
| Litigation <sup>(a)</sup>  | (3.8)          | 38.0          |
| <b>TOTAL</b>   | <b>(387.9)</b> | <b>(23.9)</b> |

(a) In 2022, this line includes a compensation received as a result of a settlement agreement relating to a former dispute.

## Note 4. Property, plant and equipment and intangible assets

### 4.1 Goodwill

#### a) Change in goodwill

Goodwill is allocated to cash-generating units (CGUs) or groups of CGUs corresponding to Thales' Global Business Units (GBU):

|   | 01/01/23       | Acquisitions   | Disposals     | Reclassification | Exchange rate & other | 31/12/23       |
|---|----------------|----------------|---------------|------------------|-----------------------|----------------|
| Avionics <sup>(a)</sup>                                       | 443.6          | 15.0           | (15.0)        | —                | (0.4)                 | 443.2          |
| Space   | 492.1          | —              | —             | —                | 1.7                   | 493.8          |
| Secured Communications and Information Systems <sup>(b)</sup> | 777.2          | (22.9)         | —             | —                | (3.7)                 | 750.6          |
| Land and Air Systems  | 322.6          | —              | —             | —                | (0.6)                 | 322.0          |
| Defence Mission Systems                                       | 508.6          | —              | —             | —                | (3.4)                 | 505.2          |
| Digital Identity & Security <sup>(c)</sup>                    | 2,925.9        | 3,571.7        | —             | —                | (72.8)                | 6,424.8        |
| <b>TOTAL</b>  | <b>5,470.0</b> | <b>3,563.8</b> | <b>(15.0)</b> | <b>—</b>         | <b>(79.2)</b>         | <b>8,939.6</b> |

|   | 01/01/22       | Acquisitions | Disposals     | Assets held for sale | Exchange rate & other | 31/12/22       |
|---|----------------|--------------|---------------|----------------------|-----------------------|----------------|
| Avionics <sup>(a)</sup>                                       | 365.9          | 77.8         | —             | —                    | (0.1)                 | 443.6          |
| Space   | 491.8          | —            | —             | —                    | 0.3                   | 492.1          |
| Secured Communications and Information Systems <sup>(b)</sup> | 721.4          | 123.9        | —             | (67.6)               | (0.5)                 | 777.2          |
| Land and Air Systems <sup>(c)</sup>                           | 341.4          | (21.1)       | —             | —                    | 2.3                   | 322.6          |
| Defence Mission Systems <sup>(d)</sup>                        | 458.7          | 50.6         | —             | —                    | (0.7)                 | 508.6          |
| Digital Identity & Security <sup>(e)</sup>                    | 2,823.7        | 101.2        | (76.0)        | 67.6                 | 9.4                   | 2,925.9        |
| <b>TOTAL</b>  | <b>5,202.9</b> | <b>332.4</b> | <b>(76.0)</b> | <b>—</b>             | <b>10.7</b>           | <b>5,470.0</b> |

(a) The preliminary purchase price allocation for the Ruag Training & Simulation business, acquired in May 2022, was finalized in 2023. The aircraft electrical systems business was sold to Safran Electrical & Power in early October 2023.

(b) The preliminary purchase price allocation for S21sec and Excellium, acquired in October 2022, was carried out in the first half of 2023.

(c) The purchase price allocation for Moog's navigation business, acquired in December 2021, was finalized at the end of 2022.

(d) The purchase price allocation for Advanced Acoustic Concepts, acquired in July 2022, was finalized at the end of 2022.

(e) The cellular IoT products business was sold at the end of 2022 to Telit in exchange for a 25% stake in the new company Telit Cinterion.

The preliminary purchase price allocation for OneWelcome, acquired in October 2022, was carried out in the first half of 2023 (-€40.8m).

In 2023, this amount includes Imperva new goodwill (€3,466.5 million), and Tesserent new goodwill (€142.0 million). The purchase price allocation will be carried out in 2024.

#### b) Impairment tests

Goodwill as well as cash-generating units (CGUs) are subject to annual impairment tests in accordance with the Group's budgetary timetable. All other intangible assets and property, plant and equipment are tested at the CGU level.

For these tests, the value in use is based on discounted future operating cash flows over a three-year period and a terminal value. In certain specific cases (recent acquisitions, non-typical annual results, etc.), the terminal value is based on forecasts over an appropriate period of time.

At the end of 2023, cash flows utilized for the tests came from the budget prepared for the following two years, established in accordance with Group procedures, and extended over the next year. These cash flows reflect management's best estimate in the current economic context. At the end of 2023, impairment tests were performed using a discount rate assumption of 8% (same as at the end of 2022) for all CGUs, the specific risks of the CGUs being taken into account in the projections.

The assumptions used for business growth and terminal value are based on a reasonable approach specific to each sector (terminal

value generally based on the average income from operations over the three years, growth rate limited to 2%). In the case of the Avionics business, revenue projections have been built on the assumption that air traffic will return to pre-crisis levels in 2024.

On the basis of the values in use, the Group also tested the sensitivity of all other CGUs to changes in key assumptions. Taken individually, an increase by 1 point of the discount rate, a decrease by 1 point of the growth rate or a decrease by 2 points in operating profitability over the standard year would not lead to the recognition of any impairment loss.

Furthermore, as part of its low-carbon strategy, the Group is implementing action plans aimed at reducing operational CO<sub>2</sub> emissions, accelerating innovation, and generalizing ecodesign initiatives. The potential impact of these initiatives on cash-flows has been integrated into the relevant CGU business plans for the requirements of impairment tests. Based on the analyses conducted as part of the Group's internal work on climate change, the Group has not identified any significant climate-related risk, whose financial consequences would be likely to lead to a loss of value of its assets.



## 4.2 Plant, property and equipment and other intangible assets

### a) Change in net assets

|   | 01/01/23       | Acquisitions | Disposal     | Depr. and amort. | Change in scope and exch. rate | 31/12/23       |
|---|----------------|--------------|--------------|------------------|--------------------------------|----------------|
| Acquired Intangible assets                  | 1,401.7        | —            | —            | (357.3)          | 75.5                           | 1,119.9        |
| Capitalised development costs               | 40.6           | 20.2         | —            | (20.2)           | 1.4                            | 42.0           |
| Other                                       | 123.5          | 65.4         | (0.2)        | (55.9)           | (6.6)                          | 126.2          |
| <b>Intangible assets</b>                    | <b>1,565.8</b> | <b>85.6</b>  | <b>(0.2)</b> | <b>(433.4)</b>   | <b>70.3</b>                    | <b>1,288.1</b> |
| Right-of-use from lease contracts           | 1,400.7        | 166.3        | —            | (214.4)          | (0.5)                          | 1,352.1        |
| Acquired tangible assets                    | 28.8           | —            | —            | (23.0)           | —                              | 5.8            |
| Property, plant and equipment               | 2,049.4        | 540.0        | (3.9)        | (374.3)          | 27.0                           | 2,238.2        |
| <b>Tangible assets</b>                      | <b>3,478.9</b> | <b>706.3</b> | <b>(3.9)</b> | <b>(611.7)</b>   | <b>26.5</b>                    | <b>3,596.1</b> |
| <b>TOTAL</b>                                | <b>5,044.7</b> | <b>791.9</b> | <b>(4.1)</b> | <b>(1,045.1)</b> | <b>96.8</b>                    | <b>4,884.2</b> |
| Less, new lease contracts                   |                | (166.3)      | —            |                  |                                |                |
| <b>Operating investments <sup>(a)</sup></b> |                | <b>625.6</b> | <b>(4.1)</b> |                  |                                |                |

|   | 01/01/22       | Acquisitions | Disposal     | Depr. and amort. | Change in scope and exch. rate | 31/12/22       |
|---|----------------|--------------|--------------|------------------|--------------------------------|----------------|
| Acquired Intangible assets                  | 1,756.3        | —            | —            | (358.1)          | 3.5                            | 1,401.7        |
| Capitalised development costs               | 35.3           | 19.5         | —            | (18.9)           | 4.7                            | 40.6           |
| Other                                       | 151.6          | 45.6         | (0.7)        | (62.5)           | (10.5)                         | 123.5          |
| <b>Intangible assets</b>                    | <b>1,943.2</b> | <b>65.1</b>  | <b>(0.7)</b> | <b>(439.5)</b>   | <b>(2.3)</b>                   | <b>1,565.8</b> |
| Right-of-use from lease contracts           | 1,417.5        | 198.8        | —            | (207.4)          | (8.2)                          | 1,400.7        |
| Acquired tangible assets                    | 51.8           | —            | —            | (23.0)           | —                              | 28.8           |
| Property, plant and equipment               | 1,929.7        | 469.5        | (8.5)        | (388.9)          | 47.6                           | 2,049.4        |
| <b>Tangible assets</b>                      | <b>3,399.0</b> | <b>668.3</b> | <b>(8.5)</b> | <b>(619.3)</b>   | <b>39.4</b>                    | <b>3,478.9</b> |
| <b>TOTAL</b>                                | <b>5,342.2</b> | <b>733.4</b> | <b>(9.2)</b> | <b>(1,058.8)</b> | <b>37.1</b>                    | <b>5,044.7</b> |
| Less, new lease contracts                   |                | (198.8)      | —            |                  |                                |                |
| <b>Operating investments <sup>(a)</sup></b> |                | <b>534.6</b> | <b>(9.2)</b> |                  |                                |                |

(a) Presented in the statement of cash flows.

### b) Breakdown by item

|   | 31/12/23       |                  |                | 31/12/22       |
|---|----------------|------------------|----------------|----------------|
|   | Gross          | Depreciation     | Net            | Net            |
| Technologies acquired                                     | 1,762.3        | (1,284.5)        | 477.8          | 725.6          |
| Customer relationships acquired                           | 868.0          | (410.8)          | 457.2          | 496.4          |
| Order book acquired                                       | 75.2           | (69.1)           | 6.1            | 8.3            |
| Other intangible assets                                   | 391.1          | (212.3)          | 178.8          | 171.4          |
| <b>Acquired intangible assets (business combinations)</b> | <b>3,096.6</b> | <b>(1,976.7)</b> | <b>1,119.9</b> | <b>1,401.7</b> |
| Development costs   | 951.1          | (909.1)          | 42.0           | 40.6           |
| Other intangible assets                                   | 1,127.9        | (1,001.7)        | 126.2          | 123.5          |
| <b>Intangible assets</b>                                  | <b>5,175.6</b> | <b>(3,887.5)</b> | <b>1,288.1</b> | <b>1,565.8</b> |
| Right-of-use from lease contracts                         | 2,270.0        | (917.9)          | 1,352.1        | 1,400.7        |
| Land  | 65.0           | (1.3)            | 63.7           | 55.9           |
| Buildings   | 2,355.6        | (1,609.0)        | 746.6          | 719.8          |
| Technical facilities, industrial equipment and tooling    | 3,834.6        | (3,017.6)        | 817.0          | 773.3          |
| Other property, plant and equipment                       | 1,421.1        | (804.4)          | 616.7          | 529.2          |
| <b>Property, plant and equipment</b>                      | <b>9,946.3</b> | <b>(6,350.2)</b> | <b>3,596.1</b> | <b>3,478.9</b> |

## Note 5. Investments in equity affiliates

### 5.1 Change in investment in equity affiliates

|  | 31/12/23       | 31/12/22       |
|--|----------------|----------------|
| <b>Investment at opening</b>   | <b>1,589.3</b> | <b>1,341.6</b> |
| <b>Share in net income of equity affiliates</b>                            | <b>147.4</b>   | <b>180.0</b>   |
| Translation adjustment   | (20.3)         | (17.9)         |
| Cash flow hedge  | 39.3           | (0.8)          |
| Actuarial gains (losses) on pensions                                       | (3.7)          | 23.3           |
| <b>Share in comprehensive income of equity affiliates</b>                  | <b>162.7</b>   | <b>184.6</b>   |
| Dividends paid   | (123.7)        | (60.8)         |
| Dividends voted and not yet paid   | 2.2            | (11.8)         |
| Change in scope (Telit Cinterion and Advanced Acoustic Concepts) and other | 17.9           | 135.7          |
| <b>Investments at closing</b>  | <b>1,648.4</b> | <b>1,589.3</b> |
| <i>Including Naval Group</i>   | <i>841.7</i>   | <i>840.0</i>   |

### 5.2 Naval group: summary of financial information

Thales holds 35% of the capital of Naval Group and participates jointly with the French government in the governance of the company.

Naval Group is a group specialized in the naval defense industry. The financial statements of Naval Group, **as restated in Thales' financial statements (PPA)**, are as follows:

|   | 31/12/23        | 31/12/22        |
|---|-----------------|-----------------|
| <b>Balance sheet (100% interest)</b>  |                 |                 |
| Non-current assets  | 1,982.5         | 2,033.3         |
| Current assets  | 4,811.8         | 4,767.9         |
| <b>Total assets</b>   | <b>6,794.3</b>  | <b>6,801.2</b>  |
| Restated equity, attributable to shareholders   | 1,570.6         | 1,565.6         |
| Non-controlling interests   | 0.4             | 0.4             |
| Non-current liabilities   | 321.6           | 325.5           |
| Current liabilities   | 4,901.7         | 4,909.7         |
| <b>Total equity and liability</b>   | <b>6,794.3</b>  | <b>6,801.2</b>  |
| <b>Net Cash</b>   | <b>1,025.3</b>  | <b>1,247.8</b>  |
| <b>Thales share</b>   | <b>31/12/23</b> | <b>31/12/22</b> |
| Thales' share (35%)   | 549.7           | 548.0           |
| Goodwill  | 292.0           | 292.0           |
| <b>Share in net assets of Naval Group</b>   | <b>841.7</b>    | <b>840.0</b>    |
| <b>Income statement (100% interest)</b>   | <b>2023</b>     | <b>2022</b>     |
| Sales   | 4,257.4         | 4,353.2         |
| Income (loss) from operating activities, after share in net income of equity affiliates | 188.3           | 319.2           |
| Financial income (loss)   | 45.7            | 8.2             |
| Tax   | (52.1)          | (68.7)          |
| Discontinued activities   | (1.1)           | 0.5             |
| <b>Restated net income</b>  | <b>180.8</b>    | <b>259.2</b>    |
| • Of which, attributable to shareholders of the company                                 | 180.8           | 259.3           |
| • Of which, attributable to non-controlling interests                                   | —               | (0.1)           |
| <b>Thales share</b>   | <b>2023</b>     | <b>2022</b>     |
| <b>Thales's share in net income attributable to shareholders of the company</b>         | <b>63.3</b>     | <b>90.8</b>     |
| • Of which, PPA amortisation  | (28.0)          | (28.0)          |
| <b>Share in net income, before PPA</b>  | <b>91.3</b>     | <b>118.8</b>    |
| <b>Dividends received from Naval Group</b>  | <b>59.1</b>     | <b>27.6</b>     |



## 5.3 Commitments and related parties

### a) Commitments toward equity affiliates

At December 31, 2023, outstanding sureties, endorsements and guarantees granted by Thales S.A. (parent company) in support to its joint ventures amounted to €240.5 million (€240.8 million at December 31, 2022). The Group has no significant off-balance sheet commitments to associates.

The Group's policy is to issue these commitments only in proportion to its equity interest, or to obtain counter-guarantees from the other shareholders in proportion to their interest.

### b) Transactions with equity affiliates

The volume of transactions with equity affiliates is as follows:

|  | 2023  | 2022  |
|--|-------|-------|
| Sales                                    | 396.0 | 438.9 |
| Purchases                                | 221.2 | 214.3 |
| Loans and current accounts receivables   | 71.0  | 59.3  |
| Borrowings and current accounts payables | —     | 0.3   |

## Note 6. Financing and financial instruments

### 6.1 Financial income

#### a) Net interest income

|  | 2023       | 2022          |
|--|------------|---------------|
| Financial interests related to lease contracts | (31.0)     | (26.3)        |
| Other interest expenses <sup>(a)</sup>         | (128.6)    | (49.6)        |
| Interest income on cash and cash equivalents   | 161.4      | 25.8          |
| <b>TOTAL</b>                                   | <b>1.8</b> | <b>(50.1)</b> |

(a) This amount includes -€18.0 million in 2023 and -€12.0 million in 2022 for rate swaps.

#### b) Other financial income

|  | 2023          | 2022          |
|--|---------------|---------------|
| Foreign exchange gains (losses)                    | (26.0)        | (27.7)        |
| Cash flow hedges, ineffective portion              | (2.0)         | (1.0)         |
| Change in fair value of derivatives <sup>(a)</sup> | (27.5)        | (64.7)        |
| Other  | (9.5)         | (5.1)         |
| <b>TOTAL</b>                                       | <b>(65.0)</b> | <b>(98.5)</b> |

(a) This amount mainly includes the change in the fair value of swap points (-€22.3 million in 2023, -€49.0 million in 2022).

## 6.2 Net cash (net debt)

Group net cash (debt) is as follows:

|   | 31/12/23                 | 31/12/22       |
|---|--------------------------|----------------|
| Non-current financial assets: investments taken over from the UK pension fund | 190.1                    | —              |
| Current financial assets  | 112.2                    | 221.3          |
| Cash and cash equivalents   | 3,979.9                  | 5,099.6        |
| <b>Cash and other short-term investments</b>                                  | <b>(A) 4,282.2</b>       | <b>5,320.9</b> |
| Financial debt  | 6,979.2                  | 3,970.7        |
| Lease debt  | 1,454.9                  | 1,505.3        |
| <b>Gross debt *</b>   | <b>(B) 8,434.1</b>       | <b>5,476.0</b> |
| <b>Net cash (debt) relating to continued operations</b>                       | <b>(A-B) (4,151.9)</b>   | <b>(155.1)</b> |
| <b>Net cash relating to discontinued operations</b>                           | <b>(C) 152.0</b>         | <b>119.9</b>   |
| <b>NET (DEBT) CASH</b>  | <b>(A-B+C) (3,999.9)</b> | <b>(35.2)</b>  |
| * Including :   |                          |                |
| • Long term financial debt  | 5,720.3                  | 3,991.1        |
| • Short term financial debt   | 2,713.3                  | 1,480.3        |
| • Fair value of interest rate hedging derivatives                             | 0.5                      | 4.6            |

### a) Current financial assets

|  | 31/12/23     | 31/12/22     |
|--|--------------|--------------|
| Short-term deposits <sup>(a)</sup>               | 100.6        | 200.5        |
| Current accounts receivable with related parties | 8.9          | 17.7         |
| Accrued interests                                | 2.7          | 3.1          |
| <b>CURRENT FINANCIAL ASSETS</b>                  | <b>112.2</b> | <b>221.3</b> |

(a) Marketable securities consist of investments in short-term deposits (3 to 12 months) with tier-one banks.

### b) Cash and cash equivalents

At December 31, 2023, cash recorded under consolidated assets amounted to €3,979.9 million (€5,099.6 million at December 31, 2022) and included:

- €3,345.4 million held by the parent company and available for immediate use (€4,119.9 million in 2022). These amounts include €2,614.6 million (€3,436.7 million in 2022) in very short-term deposits with tier-one banks or money market funds (UCITS);

- €634.5 million in the credit balances of subsidiaries (€979.7 million in 2022), most of them outside France. This figure includes payments received in the last days of the financial year and subsequently transferred to the cash pooling account.

The reconciliation with the cash flow statements is as follows:

|  | 31/12/23       | 31/12/22       |
|--|----------------|----------------|
| <b>Cash and cash equivalents at opening</b>  | <b>5,296.4</b> | <b>5,216.4</b> |
| <b>o.w.: Cash and cash equivalents relating to continued operations at opening</b> | <b>5,099.6</b> | <b>5,049.4</b> |
| o.w.: Cash and equivalents relating to discontinued operations at opening          | 196.8          | 167.0          |
| <b>Cash and cash equivalents at closing</b>  | <b>4,207.3</b> | <b>5,296.4</b> |
| <b>o.w.: Cash and cash equivalents relating to continued operations at closing</b> | <b>3,979.9</b> | <b>5,099.6</b> |
| o.w.: Cash and equivalents relating to discontinued operations at closing          | 227.4          | 196.8          |

### c) Financial debt

|   | 31/12/23       | 31/12/22       |
|---|----------------|----------------|
| Bond issues                                     | 5,000.0        | 3,300.0        |
| NEU CP (treasury bills)                         | 1,745.1        | 562.0          |
| Current accounts in credit with related parties | 181.3          | 42.8           |
| Bank overdrafts                                 | 8.7            | 56.1           |
| Accrued interests and other debts               | 44.1           | 9.8            |
| <b>FINANCIAL DEBT</b>                           | <b>6,979.2</b> | <b>3,970.7</b> |



## Bonds issues at December 31, 2023

| Nominal value | Issue date | Maturity   | Type of rate | Coupon | Effective rate |               |
|---------------|------------|------------|--------------|--------|----------------|---------------|
|               |            |            |              |        | Before hedging | After hedging |
| € 500 million | Apr. 2018  | Apr. 2024  | fixed        | 0.88%  | 0.94 %         | 1.11 %        |
| € 500 million | Jan. 2018  | Jan. 2025  | fixed        | 0.75%  | 0.91 %         | 0.91 %        |
| € 600 million | Oct. 2023  | Oct. 2025  | fixed        | 4.00%  | 4.26 %         | 4.26 %        |
| € 500 million | Nov. 2020  | March 2026 | fixed        | 0.00%  | 0.08 %         | 0.08 %        |
| € 500 million | Jan. 2020  | Jan. 2027  | fixed        | 0.25%  | 0.33 %         | 0.33 %        |
| € 700 million | May 2020   | May 2028   | fixed        | 1.00%  | 1.10 %         | 1.10 %        |
| € 600 million | Oct. 2023  | Oct. 2028  | fixed        | 4.13%  | 4.28 %         | 4.28 %        |
| € 500 million | June 2023  | June 2029  | fixed        | 3.63%  | 3.83 %         | 3.83 %        |
| € 600 million | Oct. 2023  | Oct. 2031  | fixed        | 4.25%  | 4.42 %         | 4.42 %        |

## Financial debt by maturity

| 31/12/23               | Total   | Maturity |         |       |       |         |
|------------------------|---------|----------|---------|-------|-------|---------|
|                        |         | 2024     | 2025    | 2026  | 2027  | >2027   |
| Financial debt         | 6,979.2 | 2,498.9  | 1,097.5 | 499.7 | 499.4 | 2,383.7 |
| Contractual cash flows | 7,565.9 | 2,635.8  | 1,205.2 | 577.1 | 577.2 | 2,570.6 |

  

| 31/12/22               | Total   | Maturity |       |       |       |         |
|------------------------|---------|----------|-------|-------|-------|---------|
|                        |         | 2023     | 2024  | 2025  | 2026  | >2026   |
| Financial debt         | 3,970.7 | 1,277.2  | 500.7 | 499.1 | 498.8 | 1,194.9 |
| Contractual cash flows | 4,057.4 | 1,303.8  | 517.6 | 512.4 | 508.3 | 1,215.3 |

## Financial debt by currency

|              | 31/12/23       | 31/12/22       |
|--------------|----------------|----------------|
| Euro         | 6,973.2        | 3,963.9        |
| Others       | 6.0            | 6.8            |
| <b>TOTAL</b> | <b>6,979.2</b> | <b>3,970.7</b> |

## Change in financial debt

|                | 01/01/23 | Cash flow | Other changes |                |       | 31/12/23 |
|----------------|----------|-----------|---------------|----------------|-------|----------|
|                |          |           | Scope         | Exchange rates | Other |          |
| Financial debt | 3,970.7  | 2,965.1   | 43.3          | (6.7)          | 6.8   | 6,979.2  |

  

|                | 01/01/22 | Cash flow | Other changes |                |        | 31/12/22 |
|----------------|----------|-----------|---------------|----------------|--------|----------|
|                |          |           | Scope         | Exchange rates | Other  |          |
| Financial debt | 4,402.0  | (486.6)   | 68.5          | 61.2           | (74.4) | 3,970.7  |

In 2023, the "cash flow" column includes the repayment of the bond maturing in June 2023, as well as an emission of NEU CP. In 2022, the "cash flow" column includes the repayment of the bonds maturing in May 2022, as well as the emission of NEU CP.

The "other" column includes issuance costs for new bonds, changes in the value of derivatives used to hedge bonds and changes in the value of debt on acquisition of subsidiaries.

## d) Lease debt

### Change in lease debt

|            | 01/01/23 | Cash flow <sup>(a)</sup> | Other changes |                          |                         | 31/12/23 |
|------------|----------|--------------------------|---------------|--------------------------|-------------------------|----------|
|            |          |                          | Scope         | Exchange rates and other | New debt <sup>(b)</sup> |          |
| Lease debt | 1,505.3  | (219.1)                  | 8.8           | (6.4)                    | 166.3                   | 1,454.9  |

  

|            | 01/01/22 | Cash flow <sup>(a)</sup> | Other changes |                          |                         | 31/12/22 |
|------------|----------|--------------------------|---------------|--------------------------|-------------------------|----------|
|            |          |                          | Scope         | Exchange rates and other | New debt <sup>(b)</sup> |          |
| Lease debt | 1,515.5  | (209.6)                  | (4.5)         | 5.1                      | 198.8                   | 1,505.3  |

(a) Share of lease payments corresponding to the repayment of lease debt.

(b) New lease contracts signed during the year and impact of the renegotiation of existing leases.

## Debt maturity

| 31/12/23                                      | Total   | Maturity |       |       |       |       |
|---|---------|----------|-------|-------|-------|-------|
|   |         | 2024     | 2025  | 2026  | 2027  | >2027 |
| Lease debt accounted in the BS <sup>(a)</sup> | 1,454.9 | 214.9    | 203.7 | 180.5 | 156.2 | 699.6 |
| Contractual cash flows                        | 1,614.9 | 245.4    | 229.7 | 202.5 | 175.0 | 762.3 |

  

| 31/12/22                                      | Total   | Maturity |       |       |       |       |
|---|---------|----------|-------|-------|-------|-------|
|   |         | 2023     | 2024  | 2025  | 2026  | >2026 |
| Lease debt accounted in the BS <sup>(a)</sup> | 1,505.3 | 207.8    | 192.4 | 176.9 | 143.9 | 784.3 |
| Contractual cash flows                        | 1,672.0 | 236.8    | 216.6 | 197.6 | 163.0 | 858.0 |

## 6.3 Changes in net debt

|  | 2023             | 2022           |
|--|------------------|----------------|
| <b>NET CASH (DEBT) AT OPENING</b>  | <b>(35.2)</b>    | <b>(795.0)</b> |
| Net cash flow from operating activities relating to continued operations     | 1,511.4          | 3,025.4        |
| Less, contributions to reduction of UK pension deficit and buy-in (Note 9.3) | 1,078.2          | 95.1           |
| Net operating investments relating to continued operations                   | (621.5)          | (525.4)        |
| <b>Free operating cash flow relating to continued operations</b>             | <b>1,968.1</b>   | <b>2,595.1</b> |
| Acquisitions of subsidiaries and affiliates <sup>(a)</sup>                   | (3,578.7)        | (417.8)        |
| Disposals of subsidiaries and affiliates                                     | 131.5            | 2.0            |
| Net debt relating to acquired/disposed entities                              | (16.6)           | (37.1)         |
| Contributions to reduction of UK pension deficit and buy-in (Note 9.3)       | (1,078.2)        | (95.1)         |
| Changes in loans   | (18.5)           | (3.9)          |
| Dividends paid by the parent company   | (633.7)          | (563.4)        |
| Third-party share in dividend distributions of subsidiaries                  | (49.3)           | (41.7)         |
| Treasury shares and subscription options exercised <sup>(b)</sup>            | (491.0)          | (350.7)        |
| New lease debts  | (166.3)          | (198.8)        |
| Changes in exchange rates and other  | (64.1)           | (10.3)         |
| <b>Contribution to change in net cash (debt) of continued operations</b>     | <b>(3,996.8)</b> | <b>878.3</b>   |
| Contribution to change in net cash (debt) of discontinued operations         | 32.1             | (118.5)        |
| <b>NET CASH (DEBT) AT CLOSING</b>  | <b>(3,999.9)</b> | <b>(35.2)</b>  |

(a) Including, in 2023, € 3,433.8 million relating to Imperva acquisition. This amount considers the cash flow hedges set up as part of the transaction (€ 36 million impact).

(b) Including, in 2023, € 461.3 million linked to share buy back plan for their cancellation (€ 328.7 million in 2022).

## 6.4 Non-current financial assets

## a) Non-consolidated investments

Non-consolidated investments amounted to €129.2 million at the end of 2023 compared to €127.2 million at the end of 2022. At the end of 2023, this item is composed of individually non-material investments.

## b) Non-current financial assets

|  | 31/12/23     | 31/12/22     |
|--|--------------|--------------|
| Loans to related parties                                   | 71.0         | 59.3         |
| Investments taken over from the UK pension fund (note 9.3) | 190.1        | —            |
| Loans and other financial assets at amortised cost         | 41.7         | 41.6         |
| Loans and other financial assets at market value           | 59.7         | 50.6         |
| <b>Gross value</b>   | <b>362.5</b> | <b>151.5</b> |
| Impairment   | (18.6)       | (18.7)       |
| <b>NET</b>   | <b>343.9</b> | <b>132.8</b> |



## 6.5 Summary of financial assets and liabilities

At end 2023, the classification of financial assets and liabilities remained identical to the one disclosed at end 2022.

Receivables, payables and refundable grants are financial assets and liabilities as defined by IAS 32 and IFRS 9, and are measured at amortized cost. They are detailed in Note 10.

|   |                   |                |                     |                          | 31/12/23         |            | 31/12/22         |            |
|---|-------------------|----------------|---------------------|--------------------------|------------------|------------|------------------|------------|
|   | At amortised cost | Profit or loss | Fair value through: |                          | Accounting value | Fair value | Accounting value | Fair value |
|   |                   |                | Equity              | Equity with P&L reclass. |                  |            |                  |            |
| <b>Non-current financial assets:</b>      |                   |                |                     |                          |                  |            |                  |            |
| Non-consolidated investments              | —                 | —              | 129.2               | —                        | 129.2            | 129.2      | 127.2            | 127.2      |
| Non-current loans and financial assets    | 343.9             | —              | —                   | —                        | 343.9            | 343.9      | 132.8            | 132.8      |
| Derivatives documented as hedges          | —                 | —              | —                   | —                        | —                | —          | —                | —          |
| <b>Current financial assets:</b>          |                   |                |                     |                          |                  |            |                  |            |
| Derivatives documented as hedges          | —                 | —              | —                   | 133.4                    | 133.4            | 133.4      | 172.6            | 172.6      |
| Derivatives not documented as hedges      | —                 | —              | —                   | —                        | —                | —          | —                | —          |
| Current financial assets                  | 112.2             | —              | —                   | —                        | 112.2            | 112.2      | 221.3            | 221.3      |
| Cash and cash equivalents                 | 1,445.3           | 2,534.6        | —                   | —                        | 3,979.9          | 3,979.9    | 5,099.6          | 5,099.6    |
| <b>Non-current financial liabilities:</b> |                   |                |                     |                          |                  |            |                  |            |
| Long-term debt                            | 5,720.3           | —              | —                   | —                        | 5,720.3          | 5,660.8    | 3,991.1          | 3,728.2    |
| Derivative documented as hedges           | —                 | —              | —                   | —                        | —                | —          | 1.0              | 1.0        |
| <b>Current financial liabilities:</b>     |                   |                |                     |                          |                  |            |                  |            |
| Derivatives documented as hedges          | —                 | 0.5            | —                   | 177.3                    | 177.8            | 177.8      | 309.0            | 309.0      |
| Derivatives not documented as hedges      | —                 | 10.0           | —                   | —                        | 10.0             | 10.0       | 19.2             | 19.2       |
| Short-term debt                           | 2,713.3           | —              | —                   | —                        | 2,713.3          | 2,709.8    | 1,480.3          | 1,486.8    |

The valuation methods used for financial assets and liabilities are described in note 13.i.

## 6.6 Financial risk

### a) Market risk

Thales hedges its foreign exchange and interest-rate risks using over-the-counter derivatives from tier-one banks. The book value of derivatives used to manage the Group's market risks is presented below.

|                                   | 31/12/23 |             | 31/12/22 |             |
|-----------------------------------|----------|-------------|----------|-------------|
|                                   | Assets   | Liabilities | Assets   | Liabilities |
| <b>Non-current derivatives:</b>   |          |             |          |             |
| • Interest-rate derivatives       | —        | —           | —        | 1.0         |
| <b>Current derivatives:</b>       |          |             |          |             |
| • Foreign exchange derivatives    | 133.4    | 186.8       | 169.4    | 323.6       |
| • Interest-rate derivatives       | —        | 1.0         | 3.2      | 4.6         |
| Foreign exchange derivatives, net | (53.4)   | —           | (154.2)  | —           |
| Interest-rate derivatives, net    | (1.0)    | —           | (2.4)    | —           |

### Foreign exchange risk

Thales hedges currency risks arising in connection with the negotiation of contracts denominated in currencies other than the main production currency, currency risks generated by ordinary commercial operations, risks relating to cash pooling and, in some cases, risks relating to its net investments in foreign operations.

At December 31, 2023 and 2022, the amount of derivatives in the portfolio can be analyzed as follows:

|   | 31/12/23      |         |         |         |               | 31/12/22       |              |
|---|---------------|---------|---------|---------|---------------|----------------|--------------|
|   | Nominal value |         |         |         | Market value  | Nominal value  | Market value |
|   | USD           | GBP     | Other   | Total   |               |                |              |
| <b>Negotiations and trade operations hedges</b>   |               |         |         |         |               |                |              |
| <b>Documented as hedges</b>   |               |         |         |         |               |                |              |
| Forward currency sales  | 3,398.9       | 1,092.8 | 1,862.4 | 6,354.1 | 19.1          | 6,888.6        | (41.0)       |
| Forward currency purchases  | 1,666.8       | 997.0   | 2,091.7 | 4,755.5 |               | 4,292.2        |              |
| Currency purchases (call and put options)   | 27.2          | —       | —       | 27.2    | 1.3           | 98.4           | 2.6          |
| <b>Not documented as hedges</b>   |               |         |         |         |               |                |              |
| Forward currency sales  | —             | 23.0    | —       | 23.0    | —             | —              | —            |
| Currency sales (call and put options)   | —             | —       | —       | —       | —             | 40.2           | 0.4          |
| Currency purchases (call and put options)   | —             | —       | —       | —       | —             | 40.1           | —            |
| <b>Hedges related to cash pooling (documented as hedges)</b>                              |               |         |         |         |               |                |              |
| Currency sales: currency swaps  | 606.3         | 1,052.9 | 304.3   | 1,963.5 | 18.4          | 740.7          | (1.0)        |
| Currency purchases: currency swaps  | 27.2          | 529.3   | 759.9   | 1,316.4 |               | 410.8          |              |
| <b>Hedges related to net investments in foreign operations (hedge accounting)</b>         |               |         |         |         |               |                |              |
| Currency sales: currency swaps  | 651.6         | —       | —       | 651.6   | (64.2)        | 1,120.6        | (95.6)       |
| Currency purchases: currency swaps  | —             | 574.8   | —       | 574.8   |               | 1,124.0        |              |
| <b>Hedges related to net investments in foreign operations (not documented as hedges)</b> |               |         |         |         |               |                |              |
| Currency sales: currency swaps  | 108.5         | —       | —       | 108.5   | (10.0)        | 144.5          | (19.6)       |
| Currency purchases: currency swaps  | —             | 97.4    | —       | 97.4    |               | 96.4           |              |
| <b>Hedges related to net investments in foreign operations (not documented as hedges)</b> |               |         |         |         |               |                |              |
| Currency sales (call and put options)   | 289.6         | —       | —       | 289.6   | (4.8)         | —              | —            |
| Currency purchases (call and put options)   | 1,556.6       | —       | —       | 1,556.6 |               | —              | —            |
| Currency purchases: currency swaps  | 411.8         | —       | —       | 411.8   | (13.2)        | —              | —            |
| <b>NET ASSETS (LIABILITIES)</b>   |               |         |         |         | <b>(53.4)</b> | <b>(154.2)</b> |              |

Nominal amounts are translated into euros at the closing rate.

The maturity of the derivatives used to hedge commercial contracts is typically less than three years. Currency swaps are set up to align the maturities of derivatives to the maturities of hedged contracts. Characteristics of other derivatives are consistent with the ones of the hedged risk.

The change in value of financial instruments (forward transactions) used to hedge cash flow is recognized in equity for the spot rate component. A decrease (increase) of 5% in the dollar against the euro, pound sterling, Canadian dollar or Australian dollar would

have had a positive (negative) impact on equity of approximately €82 million at December 31, 2023 and €132 million at December 31, 2022.

The change in value of derivative instruments matched with commercial tender portfolio, which are not eligible for hedge accounting, is recognized in profit and loss. A decrease (increase) of 5% in the dollar against the euro, pound sterling, Canadian dollar or Australian dollar would have no impact on profit or loss at December 31, 2023, as at December 31, 2022.



## Interest rate risk

Thales is exposed to interest-rate volatility and in particular its impact on the conditions associated with variable-rate financing. To limit this risk, Thales operates an active interest-rate hedging policy. At December 31, 2022 and 2023, the amount of derivatives in the portfolio was as follows:

|  | 31/12/23 |              | 31/12/22 |              |
|--|----------|--------------|----------|--------------|
|  | Nominal  | Market value | Nominal  | Market value |
| <b>Fair value hedge (swaps with variable rate payables):</b>       |          |              |          |              |
| • swaps related to bond maturing in 2023                           | —        | —            | 400.0    | (4.0)        |
| • swaps related to NEU CP  | 1,700.0  | (0.5)        | 512.0    | (0.6)        |
|  |          | <b>(0.5)</b> |          | <b>(4.6)</b> |
| <b>Cash flow hedge (swaps with fixed rate payables):</b>           |          |              |          |              |
| • swaps related to bond maturing in 2023                           | —        | —            | 400.0    | 3.2          |
| • pre-hedging swap related to bond maturing in 2024 <sup>(a)</sup> |          | (0.5)        |          | (1.0)        |
|  |          | <b>(0.5)</b> |          | <b>2.2</b>   |
| <b>Swaps not documented as hedges:</b>                             |          |              |          |              |
| • swap with fixed-rate payable, hedging a loan                     | —        | —            | —        | —            |
| <b>NET ASSETS</b>  |          | <b>(1.0)</b> |          | <b>(2.4)</b> |

(a) €500 million swaps set up prior the bond issue, and reversed on the issue date (April 2018).

The table below summarises the Group's exposure to interest rate risk before and after hedging.

| 31/12/23  | < 1 year         |                | > 1 year         |               | Total            |                |
|---|------------------|----------------|------------------|---------------|------------------|----------------|
|   | Fixed-rate       | Variable-rate  | Fixed-rate       | Variable-rate | Fixed-rate       | Variable-rate  |
|   | Financial debt   | (2,282.9)      | (216.0)          | (4,476.2)     | (4.1)            | (6,759.1)      |
| Financial assets, cash and cash equivalents                 |                  | 4,092.1        |                  | 190.1         | —                | 4,282.2        |
| <b>Net exposure before impact of derivative instruments</b> | <b>(2,282.9)</b> | <b>3,876.1</b> | <b>(4,476.2)</b> | <b>186.0</b>  | <b>(6,759.1)</b> | <b>4,062.1</b> |
| Hedging derivatives   | 1,699.8          | (1,699.8)      | —                | —             | 1,699.8          | (1,699.8)      |
| <b>Net exposure after impact of derivative instruments</b>  | <b>(583.1)</b>   | <b>2,176.3</b> | <b>(4,476.2)</b> | <b>186.0</b>  | <b>(5,059.3)</b> | <b>2,362.3</b> |

  

| 31/12/22  | < 1 year         |                | > 1 year         |               | Total            |                |
|---|------------------|----------------|------------------|---------------|------------------|----------------|
|   | Fixed-rate       | Variable-rate  | Fixed-rate       | Variable-rate | Fixed-rate       | Variable-rate  |
|   | Financial debt   | (1,172.1)      | (105.1)          | (2,691.5)     | (2.0)            | (3,863.6)      |
| Financial assets, cash and cash equivalents                 |                  | 5,320.9        |                  |               | —                | 5,320.9        |
| <b>Net exposure before impact of derivative instruments</b> | <b>(1,172.1)</b> | <b>5,215.8</b> | <b>(2,691.5)</b> | <b>(2.0)</b>  | <b>(3,863.6)</b> | <b>5,213.8</b> |
| Hedging derivatives   | 512.0            | (512.0)        | —                | —             | 512.0            | (512.0)        |
| <b>Net exposure after impact of derivative instruments</b>  | <b>(660.1)</b>   | <b>4,703.8</b> | <b>(2,691.5)</b> | <b>(2.0)</b>  | <b>(3,351.6)</b> | <b>4,701.8</b> |

Based on the Group's average net cash, taking into account hedging instruments, a 1-point rise in interest rates would increase net interest income by €33.5 million in 2023 (€46.3 million in 2022).

## b) Customer credit risk

Credit risk relates to the risk that a party to a contract will default on its commitments or fail to pay what it owes.

### Credit risk relating to governmental customers

Governmental customers account for around 60% of Thales' sales. Some of the countries with which Thales works could present a significant credit risk which could, for example, lead them to suspend an order in production, or render them unable to pay on delivery, as agreed under the terms of the contract. To limit its exposure to these risks, Thales takes out insurance with export credit agencies (such as Bpifrance) or private insurers.

In 2023, only three customers accounted for annual sales in excess of €500 million: the French government (around €3.9 billion versus €3.5 billion in 2022), the UK government (around €0.8 billion versus €0.7 billion in 2022), and the Australian government (around €0.6 billion versus €0.7 billion in 2022).

At December 31, 2023, these three countries had first-class or high-quality ratings (France: AA by S&P Global Ratings and Aa2 by Moody's; the United Kingdom: AA by S&P Global Ratings and Aa3 by Moody's; Australia: AAA by S&P Global Ratings and Aaa by Moody's).

### Risk of default relating to non-governmental customers

Non-governmental customers (private critical infrastructure operators, aircraft operators, etc.) account for approximately 40% of Thales' sales. These customers may encounter major and/or prolonged financial difficulties that could lead to payment defaults or order cancellations. Such occurrences could have a negative impact on the Group's sales, profitability and financial position.

To mitigate these risks, Thales conducts regular analyses of the ability of its customers to meet their obligations. When necessary, Thales may request bank guarantees or corporate guarantees, or may use credit insurers.

The Group's Finance Department consolidates all the information relating to the Group's exposure to credit risk, notably by identifying and analyzing the aging of overdue accounts and notes receivable that have not been impaired. At December 31, 2023 and 2022, the aging of these accounts and notes receivable is as follows:

| 31/12/23                                     | Total        | Receivables past due: |               |                    |
|--|--------------|-----------------------|---------------|--------------------|
|  |              | Less than 3 months    | 3 to 6 months | More than 6 months |
| Overdue receivables not subject to provision |              |                       |               |                    |
| <b>TOTAL</b>                                 | <b>954.5</b> | <b>743.8</b>          | <b>92.7</b>   | <b>118.0</b>       |

  

| 31/12/22                                     | Total          | Receivables past due: |               |                    |
|--|----------------|-----------------------|---------------|--------------------|
|  |                | Less than 3 months    | 3 to 6 months | More than 6 months |
| Overdue receivables not subject to provision |                |                       |               |                    |
| <b>TOTAL</b>                                 | <b>1,025.7</b> | <b>722.9</b>          | <b>98.8</b>   | <b>204.0</b>       |

### Credit risk related to banking counterparties

Financial investments are diversified. They relate to first ranking debt and are negotiated with tier-one banks.

Thales trades over-the-counter derivatives with tier-one banks under agreements which provide for the offsetting of amounts payable and receivable in the event of default by one of the contracting parties.

These conditional offsetting agreements do not meet the eligibility criteria within the meaning of IAS 32 for offsetting derivative instruments recorded on the balance sheet under assets and liabilities. However, they do fall within the scope of disclosures to be provided under IFRS 7 on offsetting.

| 31/12/23                  | Gross value (before offset) | Offset amounts on balance sheet | Net presented in balance sheet | Impact of other offsetting agreements |                      | Net  |
|---------------------------|-----------------------------|---------------------------------|--------------------------------|---------------------------------------|----------------------|------|
|                           |                             |                                 |                                | Offsetting agreements                 | Financial collateral |      |
| Derivatives – Assets      | 133.4                       | —                               | 133.4                          | (101.0)                               | —                    | 32.4 |
| Derivatives – Liabilities | 187.8                       | —                               | 187.8                          | (101.0)                               | —                    | 86.8 |

  

| 31/12/22                  | Gross value (before offset) | Offset amounts on balance sheet | Net presented in balance sheet | Impact of other offsetting agreements |                      | Net   |
|---------------------------|-----------------------------|---------------------------------|--------------------------------|---------------------------------------|----------------------|-------|
|                           |                             |                                 |                                | Offsetting agreements                 | Financial collateral |       |
| Derivatives – Assets      | 172.6                       | —                               | 172.6                          | (166.0)                               | —                    | 6.6   |
| Derivatives – Liabilities | 329.2                       | —                               | 329.2                          | (166.0)                               | —                    | 163.2 |

### c) Liquidity risk

The Group's liquidity risk is the risk of not being able to meet its cash needs out of its financial resources. In particular, it relates specifically to Thales' level of exposure to changes in the main market indicators that could lead to an increase in the cost of credit or even to a temporary limitation of access to external sources of financing.

The Group manages this risk by trying to anticipate its cash needs and ensures that these are covered by the Group's short-term and long-term financial resources, as follows:

- shareholders' equity (Note 8.1);
- financial debt (Note 6.2, including its breakdown by maturity);
- confirmed bank credit line, undrawn as of December 31, 2023, amounting to €1.500 million and maturing in 2028;
- as well as a commercial paper program (NeuCP).

The Group consolidates and pools its cash surpluses and needs for its various businesses, allowing it to simplify the cash management of those businesses by managing a consolidated position and accessing the financial markets through the Thales parent company, which is rated by S&P Global Ratings (A-, stable outlook) and Moody's (A2, stable outlook).

The Group's funding agreements contain no covenants linked to changes in Thales' credit rating. A lower credit rating would result in an (capped) increase in the margins applicable to the undrawn confirmed bank credit line mentioned above; symmetrically, a higher rating would lead to a decrease in the applicable margin (with a floor).



## Note 7. Income tax

The income tax expense takes into account specific local tax rules, including the tax consolidation systems in France and the United States, Group Relief in the United Kingdom, tax consolidation in USA, and *Organschaft* rules in Germany.

### 7.1 Income tax expense

|              | 2023           | 2022           |
|--------------|----------------|----------------|
| Current tax  | (400.8)        | (349.2)        |
| Deferred tax | 148.6          | 124.1          |
| <b>TOTAL</b> | <b>(252.2)</b> | <b>(225.1)</b> |

#### Reconciliation between theoretical and actual tax expense

|   | 2023           | 2022           |
|---|----------------|----------------|
| Net income  | 1,002.9        | 1,131.0        |
| Less: net income of discontinued activities                               | (74.3)         | (9.1)          |
| Less: share in net income of equity affiliates                            | (147.4)        | (180.0)        |
| Less: income tax  | 252.2          | 225.1          |
| <b>Net income before tax and share in net income of equity affiliates</b> | <b>1,033.4</b> | <b>1,167.0</b> |
| Theoretical average tax rate  | 24.4%          | 23.9%          |
| <b>Theoretical tax benefit (expense)</b>                                  | <b>(252.5)</b> | <b>(278.8)</b> |
| <b>Reconciliation items:</b>  |                |                |
| • Impact of tax credits   | 71.5           | 65.7           |
| • Impact of reduced tax rates   | 27.2           | 22.1           |
| • Taxes not taken into account in the theoretical rate                    | (28.8)         | (23.5)         |
| • Impact of dividends paid  | (12.1)         | (9.1)          |
| • Impact of tax rates changes on deferred tax                             | (0.9)          | 0.8            |
| • Change in provision for deferred tax assets                             | (74.7)         | 6.7            |
| • Adjustments in respect of prior periods                                 | 3.2            | (4.9)          |
| • Other   | 14.9           | (4.1)          |
| <b>Income tax benefit (expense) recognised in profit and loss</b>         | <b>(252.2)</b> | <b>(225.1)</b> |
| <b>Effective tax rate</b>   | <b>24.4%</b>   | <b>19.3%</b>   |

The theoretical average tax rate corresponds to the sum of theoretical taxes of consolidated companies, divided by the consolidated net income before tax and share in net income of equity affiliates. The theoretical tax of each consolidated company corresponds to the application of the local tax rate to net income before tax. Accordingly, the theoretical average tax rate reflects the relative contribution of the different countries to the Group's consolidated net income. France, which has a tax rate of 25.83%, represented almost 55% of income before tax in 2023 (70% in 2022).

The impact of tax credits includes:

- the impact of tax exemption on research tax credits in France (€172.6 million in 2023, €167.7 million in 2022);

- the tax benefits related to research activities that are recognized in income tax (notably in the United States, Australia and the Netherlands).

The line "impact of reduced tax rate" includes the effect of the 10.3% tax rate in France on the royalties of patents and deeds of industrial property.

"Taxes not taken into account in the theoretical rate" mainly include state taxes in the United States, the IRAP in Italy, and taxes on foreign establishments.

## 7.2 Deferred tax recognized in equity

|   | 2023           |               | 2022          |               |
|---|----------------|---------------|---------------|---------------|
|   | Base           | Tax           | Base          | Tax           |
| <b>Fully consolidated entities</b>                              |                |               |               |               |
| Translation of the financial statements of foreign subsidiaries | (96.1)         | —             | (6.6)         | —             |
| Cash flow hedges  | 70.1           | (15.8)        | (31.2)        | 14.2          |
| <b>Other items reclassified to income</b>                       | <b>(26.0)</b>  | <b>(15.8)</b> | <b>(37.8)</b> | <b>14.2</b>   |
| Actuarial gains and losses/pensions – United Kingdom            | (159.4)        | —             | 194.6         | —             |
| Actuarial gains and losses/pensions – Other countries           | (107.2)        | 29.0          | 273.2         | (62.3)        |
| <b>Other items not reclassified to income</b>                   | <b>(266.6)</b> | <b>29.0</b>   | <b>467.8</b>  | <b>(62.3)</b> |
| Share-based payment and other                                   |                | 4.2           |               | 2.3           |
| <b>TOTAL DEFERRED TAX RECOGNISED IN EQUITY DURING THE YEAR</b>  |                | <b>17.4</b>   |               | <b>(45.8)</b> |

## 7.3 Tax assets and liabilities presented on the balance sheet

|                                | 01/01/23     | Income (expense) | Equity      | Cash flow    | Scope & exch. rates | Other        | 31/12/23      |
|--------------------------------|--------------|------------------|-------------|--------------|---------------------|--------------|---------------|
| Current income tax assets      | 194.7        | (62.2)           | —           | 84.6         | (2.9)               | (19.9)       | 194.3         |
| Current income tax liabilities | (168.2)      | (338.6)          | —           | 110.8        | (6.3)               | 181.8        | (220.5)       |
| <b>Current income tax, net</b> | <b>26.5</b>  | <b>(400.8)</b>   | <b>—</b>    | <b>195.4</b> | <b>(9.2)</b>        | <b>161.9</b> | <b>(26.2)</b> |
| Deferred tax assets            | 1,043.0      | 52.2             | 17.4        | —            | 65.7                | 5.0          | 1,183.3       |
| Deferred tax liabilities       | (396.6)      | 96.4             | —           | —            | (19.6)              | 0.4          | (319.4)       |
| <b>Deferred tax, net</b>       | <b>646.4</b> | <b>148.6</b>     | <b>17.4</b> | <b>—</b>     | <b>46.1</b>         | <b>5.4</b>   | <b>863.9</b>  |
| <b>TOTAL</b>                   |              | <b>(252.2)</b>   | <b>17.4</b> | <b>195.4</b> |                     |              |               |

|                                | 01/01/22     | Income (expense) | Equity        | Cash flow    | Scope & exch. rates | Other        | 31/12/22     |
|--------------------------------|--------------|------------------|---------------|--------------|---------------------|--------------|--------------|
| Current income tax assets      | 214.5        | 77.1             | —             | (104.0)      | 3.0                 | 4.1          | 194.7        |
| Current income tax liabilities | (140.7)      | (426.3)          | —             | 260.3        | 0.2                 | 138.3        | (168.2)      |
| <b>Current income tax, net</b> | <b>73.8</b>  | <b>(349.2)</b>   | <b>—</b>      | <b>156.3</b> | <b>3.2</b>          | <b>142.3</b> | <b>26.5</b>  |
| Deferred tax assets            | 951.2        | 40.8             | (45.8)        | —            | 8.7                 | 88.1         | 1,043.0      |
| Deferred tax liabilities       | (491.4)      | 83.3             | —             | —            | (34.9)              | 46.4         | (396.6)      |
| <b>Deferred tax, net</b>       | <b>459.8</b> | <b>124.1</b>     | <b>(45.8)</b> | <b>—</b>     | <b>(26.2)</b>       | <b>134.5</b> | <b>646.4</b> |
| <b>TOTAL</b>                   |              | <b>(225.1)</b>   | <b>(45.8)</b> | <b>156.3</b> |                     |              |              |

### a) Current income tax

Income tax paid is presented net of tax credits utilized. Tax credits allocated to tax payments during the current year or to tax to be paid in the coming year is presented under "Other".



## b) Deferred tax

### Changes by type

|                                      | At 01/01/23    | (Expense)/<br>Income for the<br>period | Equity        | Scope & exch. rates | At 31/12/23      |
|--------------------------------------|----------------|--|---------------|---------------------|------------------|
| <b>Temporary differences:</b>        | <b>949.8</b>   | <b>148.9</b>                           | <b>48.4</b>   | <b>105.8</b>        | <b>1,252.9</b>   |
| • pensions and similar benefits      | 399.6          | 25.9                                   | 65.5          | 10.4                | 501.4            |
| • intangible assets                  | (200.5)        | 123.3                                  | —             | 27.3                | (49.9)           |
| • provisions on contract             | 247.7          | (11.8)                                 | —             | (27.1)              | 208.8            |
| • other                              | 503.0          | 11.5                                   | (17.1)        | 95.2                | 592.6            |
| <b>Tax loss carry-forwards</b>       | <b>533.2</b>   | <b>74.4</b>                            | <b>—</b>      | <b>19.8</b>         | <b>627.4</b>     |
| <b>Total before depreciation</b>     | <b>1,483.0</b> | <b>223.3</b>                           | <b>48.4</b>   | <b>125.6</b>        | <b>1,880.3</b>   |
| <b>Depreciation</b>                  | <b>(836.6)</b> | <b>(74.7)</b>                          | <b>(31.0)</b> | <b>(74.1)</b>       | <b>(1,016.4)</b> |
| <b>Total net deferred tax assets</b> | <b>646.4</b>   | <b>148.6</b>                           | <b>17.4</b>   | <b>51.5</b>         | <b>863.9</b>     |

|                                      | At 01/01/22      | (Expense)/<br>Income for the<br>period | Equity         | Scope & exch. rates | At 31/12/22    |
|--------------------------------------|------------------|--|----------------|---------------------|----------------|
| <b>Temporary differences:</b>        | <b>878.6</b>     | <b>125.9</b>                           | <b>(109.4)</b> | <b>54.7</b>         | <b>949.8</b>   |
| • pensions and similar benefits      | 552.0            | (5.2)                                  | (126.2)        | (21.0)              | 399.6          |
| • intangible assets                  | (383.9)          | 171.8                                  | —              | 11.6                | (200.5)        |
| • provisions on contract             | 219.3            | 16.4                                   | —              | 12.0                | 247.7          |
| • other                              | 491.2            | (57.1)                                 | 16.8           | 52.1                | 503.0          |
| <b>Tax loss carry-forwards</b>       | <b>640.1</b>     | <b>(8.5)</b>                           | <b>—</b>       | <b>(98.4)</b>       | <b>533.2</b>   |
| <b>Total before depreciation</b>     | <b>1,518.7</b>   | <b>117.4</b>                           | <b>(109.4)</b> | <b>(43.7)</b>       | <b>1,483.0</b> |
| <b>Depreciation</b>                  | <b>(1,058.9)</b> | <b>6.7</b>                             | <b>63.6</b>    | <b>152.0</b>        | <b>(836.6)</b> |
| <b>Total net deferred tax assets</b> | <b>459.8</b>     | <b>124.1</b>                           | <b>(45.8)</b>  | <b>108.3</b>        | <b>646.4</b>   |

### Tax loss carry-forwards

Total tax loss carry-forwards represent a potential tax saving of €627.4 million at December 31, 2023 (€533.2 million at December 31, 2022). The corresponding expiry dates are as follows:

|                               | At 31/12/23  |
|-------------------------------|--------------|
| 2024                          | 1.2          |
| 2025-2028                     | 0.5          |
| Beyond 2028                   | 7.0          |
| Not time limited              | 618.7        |
| <b>Total</b>                  | <b>627.4</b> |
| O/w, depreciated              | (570.8)      |
| <b>Net deferred tax asset</b> | <b>56.6</b>  |

|                               | At 31/12/22  |
|-------------------------------|--------------|
| 2023                          | 2.5          |
| 2024-2027                     | 17.6         |
| Beyond 2027                   | —            |
| Not time limited              | 513.1        |
| <b>Total</b>                  | <b>533.2</b> |
| O/w, depreciated              | (515.3)      |
| <b>Net deferred tax asset</b> | <b>17.9</b>  |

As described in Note 13-j, only deferred tax assets related to tax losses which the Group expects to recover are recognized on the balance sheet. In particular, the Group takes into account any loss carry-forward limitations.

## Note 8. Equity and earnings per share

### 8.1 Equity

#### a) Share capital

At December 31, 2023, the share capital of the Thales parent company amounted to €630,630,420 and comprised 210,210,140 shares with a par value of €3. At December 31, 2022, it amounted to €640,233,927 and comprised 213,411,309 shares with a par value of €3.

#### b) Treasury shares

Thales parent company held 3,541,786 of its own shares at December 31, 2023. They were accounted for as a deduction from equity for an amount of €-476.3 million.

In accordance with the authorizations granted to the Board of Directors by the Annual General Meeting, the Company carried out the following transactions in 2022 and 2023:

|   | 2023             | 2022             |
|---|------------------|------------------|
| <b>Treasury shares at opening</b>                                 | <b>3,277,303</b> | <b>493,175</b>   |
| Purchases as part of a liquidity agreement                        | 591,432          | 735,314          |
| Disposals as part of a liquidity agreement                        | (621,129)        | (781,117)        |
| Transfer to employees as part of the employee share purchase plan | —                | (36,106)         |
| Delivery of free shares   | (218,186)        | (129,067)        |
| Market purchases <sup>(a)</sup>                                   | 3,713,535        | 2,995,104        |
| Cancelled shares  | (3,201,169)      | —                |
| <b>Treasury shares at closing</b>                                 | <b>3,541,786</b> | <b>3,277,303</b> |

(a) Including 3,458,535 shares in 2023 and 2,765,104 shares in 2022 as part of the share buyback program announced on 3 March 2022.

At December 31, 2023 and 2022, as part of the liquidity agreement managed by Kepler Cheuvreux, the following numbers of shares were held in the liquidity account:

|                     | 2023   | 2022   |
|---------------------|--------|--------|
| Number of shares    | 44,245 | 73,942 |
| Cash (in € million) | 27.7   | 23.1   |

#### c) Translation adjustments

Translation adjustments result from the translation of financial statements of companies whose functional currency is not the euro, offset as applicable by the impact of derivative instruments denominated in foreign currencies to hedge net investments in foreign operations.

Translation adjustments are recorded in equity as "other comprehensive income", and are subsequently reclassified to income on the disposal date of related investments. They break down as follows:

|   | 2023           | 2022           |
|---|----------------|----------------|
| <b>Translation adjustments at 1 January</b>   | <b>(258.3)</b> | <b>(216.9)</b> |
| Changes in value                              | (115.7)        | (36.2)         |
| Reclassified to profit and loss               | 5.0            | (5.1)          |
| <b>Gross change</b>                           | <b>(110.7)</b> | <b>(41.3)</b>  |
| Deferred tax                                  | —              | —              |
| Scope and other                               | (0.8)          | (0.1)          |
| <b>Translation adjustments at 31 December</b> | <b>(369.8)</b> | <b>(258.3)</b> |

The main exchange rates used to translate financial statements of entities with a functional currency different from the euro are as follows:

| (in euros)        | 31 December 2023 |              | 31 December 2022 |              | 31 December 2021 |              |
|-------------------|------------------|--------------|------------------|--------------|------------------|--------------|
|                   | Closing rate     | Average rate | Closing rate     | Average rate | Closing rate     | Average rate |
| Australian dollar | 1,6263           | 1,6347       | 1,5693           | 1,5154       | 1,5615           | 1,5783       |
| Pound sterling    | 0,8691           | 0,8688       | 0,8869           | 0,8548       | 0,8403           | 0,8584       |
| U.S. dollar       | 1,1050           | 1,0829       | 1,0666           | 1,0500       | 1,1326           | 1,1816       |

In addition, the average rate of Argentina's currency has been specifically determined for 2023 to take into account the devaluation of the currency occurred at the very end of the year.



## d) Reserves for cash flow hedge

The Group uses derivatives to hedge against changes in the value of future cash flows. In the consolidated financial statements, the effective portion of changes in fair value of these derivatives is recognized directly in equity, until such time as the hedged flows affect profit and loss.

|  | 2023           | 2022           |
|--|----------------|----------------|
| <b>Cash flow hedge at 1 January</b>          | <b>(124.6)</b> | <b>(104.7)</b> |
| Changes in value of derivatives              | 83.4           | (11.5)         |
| Reclassified to operating (income)/expense   | 38.0           | (29.3)         |
| Reclassified to income tax (benefit)/expense | (7.4)          | 13.3           |
| Changes in scope and exchange rates          | (21.8)         | 7.6            |
| <b>Cash flow hedge at 31 December</b>        | <b>(32.4)</b>  | <b>(124.6)</b> |

A negative balance at closing means that the exchange rates and interest rates of the derivative documented as hedges are generally less favorable than the rates prevailing at the closing date.

## e) Parent company dividend distribution

The per-share dividend amounted to €2.56 in 2021 and €2.94 in 2022.

On 4 March 2024, the Board of Directors decided to propose to shareholders, who will be convened to a General Meeting on 15 May 2024, the payment of a dividend of €3,40 per share for the year 2023.

If approved, the ex-dividend date will be 21 May 2024 and the payment date will be 23 May 2024. The dividend will be paid fully in cash and will amount to €2,60 per share, after deducting the interim dividend of €0.80 per share paid in December 2023.

Dividends paid in 2022 and 2023 are described below:

| Year | Approved by                             | Description           | Dividend per share<br><i>(in euro)</i> | Payment date | Payment method | Total<br><i>(€ million)</i> |
|------|---|-----------------------|--|--------------|----------------|-----------------------------|
| 2023 | Board of Directors on 28 September 2023 | 2023 interim dividend | €0.80                                  | Dec. 2023    | cash           | 165.7                       |
|      | General Meeting on 10 May 2023          | Balance for 2022      | €2.24                                  | May 2023     | cash           | 468.0                       |
|      | <b>Total dividends paid in 2023</b>     |                       |  |              |                | <b>633.7</b>                |
| 2022 | Board of Directors on 29 September 2022 | 2022 interim dividend | €0.70                                  | Dec. 2022    | cash           | 147.2                       |
|      | General Meeting on 11 May 2022          | Balance for 2021      | €1.96                                  | May 2022     | cash           | 416.2                       |
|      | <b>Total dividends paid in 2022</b>     |                       |  |              |                | <b>563.4</b>                |
| 2021 | Board of Directors on 30 September 2021 | 2021 interim dividend | €0.60                                  | Dec. 2021    | cash           | 127.4                       |

## f) Non-controlling interests

This item principally includes Leonardo's interest in the Thales Alenia Space subgroup (33%), and Siemens's and Philips Medical Systems International's interest in Trixell SAS (49%).

The individual contributions of these minority shareholders to the Group's key financial indicators are not material.

The cash of these two companies is unrestricted and is exclusively pooled with Thales' Corporate Treasury Department.

## 8.2 Earnings per share

|   |                | 2023           | 2022           |
|---|----------------|----------------|----------------|
| <b>Numerator (in € million):</b>  |                |                |                |
| <b>Net income, Group share</b>  | (A)            | <b>1,023.4</b> | <b>1,120.6</b> |
| <i>Of which: net income relating to continued operations, Group share</i>     |                | 949.1          | 1,111.5        |
| <b>Denominator (in thousands):</b>  |                |                |                |
| Average number of shares outstanding  | (B)            | 208,507        | 211,833        |
| Free shares and units plans <sup>(a)</sup>                                    |                | 656            | 515            |
| Diluted average number of shares outstanding                                  | (C)            | 209,163        | 212,348        |
| <b>Net earnings per share (in euros)</b>                                      | <b>(A)/(B)</b> | <b>4.91</b>    | <b>5.29</b>    |
| <i>Of which: basic earnings relating to continued operations, per share</i>   |                | 4.55           | 5.25           |
| <b>Diluted net earnings per share (in euros)</b>                              | <b>(A)/(C)</b> | <b>4.89</b>    | <b>5.28</b>    |
| <i>Of which: diluted earnings relating to continued operations, per share</i> |                | 4.54           | 5.23           |
| Average share price   |                | €132.48        | €111.70        |

(a) Shares/units that are subject to internal performance conditions are only taken into account when the performance conditions are achieved.

## Note 9. Employee benefits

### 9.1 Consolidated headcount

Consolidated headcount includes all employees of fully consolidated companies. It does not include employees of equity affiliates. At end 2023, Thales' headcount stood at 81,060 (76,776 in 2022). Three quarters of the headcount comprises employees with grades equivalent to engineer, specialist or manager.

### 9.2 Personnel expenses

In 2023, wages, salaries and payroll taxes amounted to €8,327.9 million (€7,666.7 million in 2022).

### 9.3 Provisions for pensions and other employee benefits

The Group grants to its employees post-employment benefits (pensions, end-of-career severance, medical coverage, etc.) and other long-term benefits (long-service and jubilee awards, etc.).

#### a) Description of the plans

The Group's existing plans are either defined-contribution plans or defined-benefit plans.

#### Defined-contribution plans

In certain countries, the Group pays contributions based on salaries to state organizations overseeing basic pension schemes (e.g., *Securité Sociale* or the compulsory supplementary scheme AGIRC-ARRCO in France). Beyond these basic pension schemes, Thales also contributes to other defined-contribution plans (e.g., in the Netherlands and the United Kingdom since 2002). These plans do not impose any obligations on the Group other than the payment of contributions: there is no related benefit obligation and contributions are expensed in the period they are incurred.

#### Defined-benefit plans

Defined-benefit plans relate to different types of benefits:

- pensions and end-of-career indemnities (legal or contractual), and other long-term benefits (jubilee awards, etc.), particularly in France. In general, these commitments are not covered by any assets;
- supplementary pension schemes, mainly in the United Kingdom, in Germany and in Switzerland. These schemes provide a pension based on the beneficiary's average salary, indexed to inflation. The present value of the Group's obligations and the fair value of plan assets are measured independently. A provision is recognized if the value of the assets is insufficient to cover the obligations..

At the end of 2023, Thales entered into an agreement to insure the full amount of obligations under the Thales UK Pension Scheme. Under this agreement, Thales arranged insurance coverage with Rothesay for its gross pension obligations, valued at £2.677 billion. In return, Thales transferred the corresponding plan assets, with a net cash outflow of £850 million (€980.7 million).

In addition, Thales purchased from the UK pension fund £165 million (€190.1 million) of plan assets with an average maturity of 5 years, which are now recorded under "non-current financial assets".

Since the buy-in, Thales has initiated the full transfer of these obligations ("buy-out") to the insurer, which will be completed by mid-2025 at the latest, once, in particular, the administrative files of the more than 15,000 participants have been processed. The terms and conditions of the buy-out have already been contractually agreed with Rothesay, without additional cost.

As part of this transaction, a non-current charge of £349 million (€402.9 million) has been recorded in 2023 (note b).

The guarantees granted to Thales UK Pension Scheme by Thales parent company to cover the future obligations of the subsidiaries concerned under the financing plans have become irrelevant, even if they will only be formally cancelled following the buy-out.

In addition, the annual contribution to the deficit (£75 million per year) has been stopped, with effect from December 1, 2023.



## b) Provisions recognized on the balance sheet

|   | 2023             | 2022             |
|---|------------------|------------------|
| <b>Provision at opening</b>   | <b>(1,907.7)</b> | <b>(2,447.3)</b> |
| <b>Less: provision at opening relating to discontinued activities</b>         | <b>—</b>         | <b>(35.5)</b>    |
| <b>Current service cost (income from operations)</b>                          | <b>(92.8)</b>    | <b>(129.4)</b>   |
| <b>Past service cost and settlements (non recurring operating income)</b>     | <b>(402.9)</b>   | <b>(29.4)</b>    |
| Net interest cost   | (70.8)           | (28.5)           |
| Pension fund management cost  | (5.2)            | (6.0)            |
| Actuarial gains and losses on other long-term employee benefits               | (1.8)            | 29.6             |
| <b>Finance costs on pensions and other long-term employee benefits</b>        | <b>(77.8)</b>    | <b>(4.9)</b>     |
| <b>Total expense for the period</b>   | <b>(573.5)</b>   | <b>(163.7)</b>   |
| <b>Actuarial gains and losses (other comprehensive income) <sup>(a)</sup></b> | <b>(266.6)</b>   | <b>467.8</b>     |
| <b>Benefits and contributions</b>   | <b>1,181.5</b>   | <b>231.8</b>     |
| • Of which, deficit payment in the United Kingdom                             | 97.5             | 95.1             |
| • Of which, buy-in payment (Thales UK Pension Scheme)                         | 980.7            | —                |
| • Of which, other benefits and contributions                                  | 103.3            | 136.7            |
| <b>Translation adjustment</b>   | <b>(7.9)</b>     | <b>30.4</b>      |
| <b>Changes in scope of consolidation and other</b>                            | <b>21.7</b>      | <b>8.8</b>       |
| <b>Provision at closing</b>   | <b>(1,552.5)</b> | <b>(1,907.7)</b> |
| <b>Of which:</b>  |                  |                  |
| • post-employment benefits  | (1,338.4)        | (1,699.1)        |
| • other long-term benefits  | (214.1)          | (208.6)          |

(a) Mainly due to the change in actuarial rates, especially in the United Kingdom.

## c) Changes in defined benefit obligations and plans assets

| 2023   | UK               | France           | Other          | Total            |
|--|------------------|------------------|----------------|------------------|
| <b>Obligation at 1<sup>st</sup> January</b>      | <b>(2,914.9)</b> | <b>(1,198.2)</b> | <b>(523.7)</b> | <b>(4,636.8)</b> |
| Current service cost                             | (8.0)            | (66.5)           | (18.3)         | (92.8)           |
| Interest cost                                    | (140.0)          | (43.8)           | (15.0)         | (198.8)          |
| Plan participant contributions                   | (5.8)            | —                | (4.7)          | (10.5)           |
| Amendments/settlements                           | (133.9)          | —                | (1.0)          | (134.9)          |
| Experience gains (losses)                        | (13.1)           | (25.2)           | 3.0            | (35.3)           |
| Actuarial gains (losses)/financial assumptions   | (129.5)          | (51.9)           | (50.7)         | (232.1)          |
| Actuarial gains (losses)/demographic assumptions | 0.7              | 3.2              | (1.7)          | 2.2              |
| Actuarial gains (losses) on long-term benefits   | —                | (0.8)            | (1.0)          | (1.8)            |
| Benefits paid by plan assets                     | 163.0            | 3.3              | 19.4           | 185.7            |
| Benefits paid by employer                        | 0.7              | 84.8             | 24.0           | 109.5            |
| Changes in scope, exchange rates and other       | (60.0)           | 15.6             | (0.6)          | (45.0)           |
| <b>Obligation at 31 December</b>                 | <b>(3,240.8)</b> | <b>(1,279.5)</b> | <b>(570.3)</b> | <b>(5,090.6)</b> |
| <b>Plan assets at 1<sup>st</sup> January</b>     | <b>2,457.5</b>   | <b>85.6</b>      | <b>240.7</b>   | <b>2,783.8</b>   |
| Expected return on plan assets                   | 120.4            | 3.2              | 4.4            | 128.0            |
| Employer's contribution                          | 1,097.3          | (33.7)           | 8.4            | 1,072.0          |
| Plan participant contributions                   | 5.8              | —                | 4.7            | 10.5             |
| Amendments/settlements                           | (268.0)          | —                | —              | (268.0)          |
| Benefits paid by plans assets                    | (163.0)          | (3.3)            | (19.4)         | (185.7)          |
| Experience gains (losses)                        | (61.5)           | (0.8)            | 7.3            | (55.0)           |
| Changes in scope, exchange rates and other       | 45.7             | (0.9)            | 10.0           | 54.8             |
| <b>Plan assets at 31 December <sup>(a)</sup></b> | <b>3,234.2</b>   | <b>50.1</b>      | <b>256.1</b>   | <b>3,540.4</b>   |
| <b>Asset ceiling at 31 December</b>              | <b>—</b>         | <b>—</b>         | <b>(2.3)</b>   | <b>(2.3)</b>     |
| <b>PROVISIONS AT 31 DECEMBER</b>                 | <b>(6.6)</b>     | <b>(1,229.4)</b> | <b>(316.5)</b> | <b>(1,552.5)</b> |

(a) Pension plan assets in the UK are now managed by Rothesay.

| 2022   | UK               | France           | Other          | Total            |
|--|------------------|------------------|----------------|------------------|
| <b>Obligation at 1<sup>st</sup> January</b>      | <b>(4,465.3)</b> | <b>(1,394.1)</b> | <b>(587.5)</b> | <b>(6,446.9)</b> |
| Current service cost                             | (21.8)           | (84.2)           | (23.4)         | (129.4)          |
| Interest cost                                    | (77.1)           | (11.0)           | (6.6)          | (94.7)           |
| Plan participant contributions                   | (7.1)            | —                | (2.9)          | (10.0)           |
| Amendments/settlements                           | —                | (28.5)           | 0.1            | (28.4)           |
| Experience gains (losses)                        | (204.3)          | (18.5)           | (2.5)          | (225.3)          |
| Actuarial gains (losses)/financial assumptions   | 1,545.7          | 187.6            | 130.9          | 1,864.2          |
| Actuarial gains (losses)/demographic assumptions | (34.7)           | 6.9              | 4.0            | (23.8)           |
| Actuarial gains (losses) on long-term benefits   | —                | 25.5             | 4.1            | 29.6             |
| Benefits paid by plan assets                     | 162.0            | 3.0              | 11.1           | 176.1            |
| Benefits paid by employer                        | 0.7              | 101.6            | 24.2           | 126.5            |
| Changes in scope, exchange rates and other       | 187.0            | 13.5             | (75.2)         | 125.3            |
| <b>Obligation at 31 December</b>                 | <b>(2,914.9)</b> | <b>(1,198.2)</b> | <b>(523.7)</b> | <b>(4,636.8)</b> |
| <b>Plan assets at 1<sup>st</sup> January</b>     | <b>3,660.1</b>   | <b>109.2</b>     | <b>195.0</b>   | <b>3,964.3</b>   |
| Expected return on plan assets                   | 63.9             | 0.8              | 1.5            | 66.2             |
| Employer's contribution                          | 117.3            | (19.0)           | 7.0            | 105.3            |
| Plan participant contributions                   | 7.1              | —                | 2.9            | 10.0             |
| Amendments/settlements                           | —                | —                | (1.0)          | (1.0)            |
| Benefits paid by plans assets                    | (162.0)          | (3.0)            | (11.1)         | (176.1)          |
| Experience gains (losses)                        | (1,067.4)        | (2.4)            | (20.4)         | (1,090.2)        |
| Changes in scope, exchange rates and other       | (161.5)          | —                | 66.8           | (94.7)           |
| <b>Plan assets at 31 December</b>                | <b>2,457.5</b>   | <b>85.6</b>      | <b>240.7</b>   | <b>2,783.8</b>   |
| <b>Asset ceiling at 1<sup>st</sup> January</b>   | <b>(43.1)</b>    | <b>—</b>         | <b>(11.6)</b>  | <b>(54.7)</b>    |
| <b>PROVISIONS AT 31 DECEMBER</b>                 | <b>(500.5)</b>   | <b>(1,112.6)</b> | <b>(294.6)</b> | <b>(1,907.7)</b> |

#### d) Actuarial assumptions used

The actuarial assumptions used are determined according to the economic environment and specific criteria of each country and each system. The most sensitive assumptions are as follows:

| 2023           | UK    | France |
|----------------|-------|--------|
| Inflation rate | 2.99% | 2.22%  |
| Discount rate  | 4.40% | 3.12%  |

  

| 2022           | UK    | France |
|----------------|-------|--------|
| Inflation rate | 3.12% | 2.35%  |
| Discount rate  | 4.79% | 3.71%  |

For each country, the discount rates are obtained by reference to the Iboxx Corporate AA index, which reflects the rate of return of very high-quality corporate bonds, with maturity dates equivalent to the duration of the plans being measured, and in the same currency.

The sensitivity of the net obligation to a change in the discount rate at December 31, 2023, excluding the United Kingdom, is as follows:

|  |      |      |       |        |         |         |
|--|------|------|-------|--------|---------|---------|
| Sensitivity in basis points                      | +25  | +50  | +100  | -25    | -50     | -100    |
| Decrease (increase) in provision (in € millions) | 47.8 | 92.0 | 167.5 | (53.4) | (110.5) | (237.9) |



## 9.4 Share-based payment

At December 31, 2023, the following options, shares and units were outstanding:

- 1,185,575 free shares;
- 454,500 phantom shares, payable in cash at the end of a four-year vesting period.

All of these plans are submitted to internal performance conditions over the three financing years following their grant date. The features of these plans are described in chapter 6.2 of the 2023 Registration Document.

### a) Allotment of free shares

| Date of Board decision | Vesting period           | Share price at grant date | Number of free shares at 31/12/22 <sup>(a)</sup> | Shares allotted in 2023 | Shares cancelled in 2023 | Shares issued in 2023 | Number of free shares at 31/12/23 |
|------------------------|--------------------------|---------------------------|--|-------------------------|--------------------------|-----------------------|-----------------------------------|
| 20/07/2023             | 20/07/2023 to 20/07/2027 | 138.55 €                  | —  | 286,010                 | (310)                    | —                     | 285,700                           |
| 30/06/2022             | 30/06/2022 to 30/06/2026 | 116.00 €                  | 267,485  | —                       | (8,450)                  | (195)                 | 258,840                           |
| 01/07/2021             | 01/07/2021 to 01/07/2025 | 86.04 €                   | 297,010  | —                       | (6,840)                  | (850)                 | 289,320                           |
| 24/11/2020             | 24/11/2020 to 24/11/2024 | 79.60 €                   | 361,785  | —                       | (9,140)                  | (930)                 | 351,715                           |
| 25/09/2019             | 25/09/2019 to 25/09/2023 | 104.50 €                  | 223,483  | —                       | (10,481)                 | (213,002)             | —                                 |
|                        |                          |                           |  |                         |                          |                       | <b>1,185,575</b>                  |

(a) After adjustment.

### b) Allotment of phantom shares indexed to the value of Thales shares

| Date of Board decision | Vesting period           | Number of phantom shares at 31/12/22 <sup>(a)</sup> | Phantom shares issued in 2023 | Phantom shares cancelled in 2023 | Phantom shares delivered in 2022 | Number of phantom shares at 31/12/23 |
|------------------------|--------------------------|---|-------------------------------|----------------------------------|----------------------------------|--------------------------------------|
| 20/07/2023             | 20/07/2023 to 20/07/2027 | —   | 87,870                        | (785)                            | —                                | 87,085                               |
| 30/06/2022             | 30/06/2022 to 30/06/2026 | 83,600  | —                             | (3,285)                          | —                                | 80,315                               |
| 01/07/2021             | 01/07/2021 to 01/07/2025 | 97,980  | —                             | (1,760)                          | —                                | 96,220                               |
| 24/11/2020             | 24/11/2020 to 24/11/2024 | 196,210   | —                             | (4,580)                          | (750)                            | 190,880                              |
| 25/09/2019             | 25/09/2019 to 25/09/2023 | 128,164   | —                             | (5,580)                          | (122,584)                        | —                                    |
|                        |                          |   |                               |                                  |                                  | <b>454,500</b>                       |

(a) After adjustment.

### c) Expenses related to share-based payments

In the consolidated financial statements, the benefit granted to beneficiaries of the above-mentioned plans is recognized as an operating expense. These amounts are presented below:

| Plans   | Residual fair value at the end of 2023 | 2023 expense  | 2022 expense  |
|---|--|---------------|---------------|
| Free shares                                     | 57.3                                   | (24.4)        | (22.8)        |
| Phantom shares and other schemes <sup>(a)</sup> | 24.0                                   | (19.2)        | (21.8)        |
| Social contributions related to the plans       | 17.5                                   | (9.7)         | (12.5)        |
| <b>TOTAL</b>                                    | <b>98.8</b>                            | <b>(53.3)</b> | <b>(57.1)</b> |
| <b>Of which, offsetting entries:</b>            |  |               |               |
| • Shareholders' equity                          |  | 24.4          | 22.8          |
| • Current operating liabilities                 |  | 28.9          | 34.3          |

(a) This line includes the expense relating to the long-term incentive plan (LTIP) of the Chairman and CEO, the conditions of which are described in the relevant years Registration or Universal Registration documents.

## 9.5 Compensation of Directors and senior corporate officers

Expenses recognized in respect of compensation, benefits and social security contributions attributed to Directors and members of the Executive Committee are as follows:

|   | 2023 | 2022 |
|---|------|------|
| <b>Short-term benefits:</b>                             |      |      |
| • Fixed compensation                                    | 7.5  | 7.0  |
| • Variable compensation                                 | 7.3  | 6.8  |
| • Employer social security contributions                | 5.8  | 5.4  |
| • Board attendance fees                                 | 0.6  | 0.6  |
| <b>Other benefits (including social contributions):</b> |      |      |
| • Post-employment benefits                              | 3.4  | 4.4  |
| • Share-based payments                                  | 8.0  | 6.2  |

In the event of a member joining or leaving the Executive Committee during the year, the remuneration taken into account in the above table is that corresponding to the period of presence.

At December 31, 2023, the share of directors in net Group pension obligations (Note 9.3) amounted to €12.6 million.

## Note 10. Current operating assets and liabilities

Current operating assets and liabilities include working capital (WCR) components and reserves for contingencies, as defined in Note 13-d.

The changes in these items are presented below:

| Change for the period                          | 01/01/22         | Changes in WCR and reserves | Scope, exch. rate and reclass. | 31/12/22         | Changes in WCR and reserves | Scope, exch. rate and reclass. | 31/12/23         |
|--|------------------|-----------------------------|--------------------------------|------------------|-----------------------------|--------------------------------|------------------|
| Inventories, work in progress and set-up costs | 3,336.0          | 346.7                       | (10.4)                         | 3,672.3          | 670.1                       | (91.6)                         | 4,250.8          |
| Contract assets                                | 2,477.6          | (93.3)                      | 26.2                           | 2,410.5          | 456.9                       | 29.6                           | 2,897.0          |
| Advance to suppliers                           | 411.0            | 222.2                       | 8.7                            | 641.9            | 148.6                       | (4.1)                          | 786.4            |
| Accounts, notes and other receivables          | 5,442.9          | 505.7                       | (138.5)                        | 5,810.1          | 510.1                       | (51.1)                         | 6,269.1          |
| Current derivatives – assets                   | 99.7             | (10.3)                      | 83.2                           | 172.6            | 27.9                        | (67.1)                         | 133.4            |
| Contract liabilities                           | (7,068.5)        | (1,190.0)                   | (55.1)                         | (8,313.6)        | (1,265.5)                   | (209.5)                        | (9,788.6)        |
| Reserves for contingencies                     | (1,771.8)        | (31.6)                      | 51.4                           | (1,752.0)        | 8.5                         | 16.8                           | (1,726.7)        |
| Accounts, notes and other payables             | (6,066.6)        | (663.7)                     | (188.4)                        | (6,918.7)        | (713.7)                     | (11.7)                         | (7,644.1)        |
| Current derivatives – liabilities              | (234.1)          | –                           | (94.1)                         | (328.2)          |                             | 140.4                          | (187.8)          |
| <b>WCR and reserves, net</b>                   | <b>(3,373.8)</b> | <b>(914.3)</b>              | <b>(317.0)</b>                 | <b>(4,605.1)</b> | <b>(157.1)</b>              | <b>(248.3)</b>                 | <b>(5,010.5)</b> |
| <b>Restructuring provisions</b>                |                  | <b>(52.1)</b>               |                                |                  | <b>(15.6)</b>               |                                |                  |
| <b>INCREASE (DECREASE) IN WCR AND RESERVES</b> |                  | <b>(966.4)</b>              |                                |                  | <b>(172.7)</b>              |                                |                  |

### 10.1 Inventories, work in progress, and set-up costs

|  | 31/12/23       | 31/12/22       |
|--|----------------|----------------|
| Goods  | 62.7           | 58.7           |
| Raw materials                                | 1,318.8        | 1,118.3        |
| Semi-finished and finished goods             | 2,164.3        | 1,868.3        |
| Work in progress                             | 1,175.1        | 1,092.9        |
| Gross value                                  | 4,720.9        | 4,138.2        |
| Depreciation                                 | (723.9)        | (736.8)        |
| <b>Inventories and work in progress, net</b> | <b>3,997.0</b> | <b>3,401.4</b> |
| Gross  | 1,017.0        | 1,031.7        |
| Depreciation                                 | (763.2)        | (760.8)        |
| <b>Set-up costs, net</b>                     | <b>253.8</b>   | <b>270.9</b>   |
| <b>TOTAL</b>                                 | <b>4,250.8</b> | <b>3,672.3</b> |



## 10.2 Contract assets and liabilities

|                                    | 31/12/23         | 31/12/22         |
|------------------------------------|------------------|------------------|
| Unbilled receivables, gross        | 9,613.7          | 8,829.4          |
| Unbilled receivables, depreciation | (15.8)           | (19.4)           |
| Advances received from customers   | (6,700.9)        | (6,399.5)        |
| <b>Contract assets</b>             | <b>2,897.0</b>   | <b>2,410.5</b>   |
| Advances received from customers   | (14,944.5)       | (13,180.3)       |
| Unbilled receivables               | 8,061.1          | 7,652.1          |
| Deferred income                    | (2,905.2)        | (2,785.4)        |
| <b>Contract liabilities</b>        | <b>(9,788.6)</b> | <b>(8,313.6)</b> |

For a given contract, a contract asset (liability) represents the accumulated revenue not yet invoiced, less advances received from customers. This amount increases as and when revenue is

recognized, and decreases when invoices are issued to the customers or advance payments are received.

## 10.3 Reserves for contingencies

|                                | 01/01/23       | Utilisation    | Additions    | Reversal (surplus) | Exch. Rate and other | 31/12/23       |
|--------------------------------|----------------|----------------|--------------|--------------------|----------------------|----------------|
| Restructuring                  | 50.0           | (32.0)         | 24.7         | (8.3)              | 6.3                  | 40.7           |
| Technical and other litigation | 274.8          | (31.3)         | 59.6         | (19.9)             | (8.7)                | 274.5          |
| Guarantees                     | 299.2          | (100.7)        | 67.3         | (13.4)             | (1.4)                | 251.0          |
| Losses at completion           | 433.0          | (143.5)        | 160.5        | (18.3)             | (0.4)                | 431.3          |
| Provisions on contracts        | 435.2          | (51.9)         | 103.6        | (10.1)             | (10.8)               | 466.0          |
| Other <sup>(a)</sup>           | 259.8          | (53.1)         | 68.7         | (10.4)             | (1.8)                | 263.2          |
| <b>TOTAL</b>                   | <b>1,752.0</b> | <b>(412.5)</b> | <b>484.4</b> | <b>(80.4)</b>      | <b>(16.8)</b>        | <b>1,726.7</b> |

|                                | 01/01/22       | Utilisation    | Additions    | Reversal (surplus) | Exch. Rate and other | 31/12/22       |
|--------------------------------|----------------|----------------|--------------|--------------------|----------------------|----------------|
| Restructuring                  | 100.5          | (54.6)         | 17.3         | (14.8)             | 1.6                  | 50.0           |
| Technical and other litigation | 354.0          | (30.0)         | 44.1         | (35.0)             | (58.3)               | 274.8          |
| Guarantees                     | 267.2          | (70.8)         | 116.6        | (18.1)             | 4.3                  | 299.2          |
| Losses at completion           | 443.2          | (77.7)         | 89.9         | (21.3)             | (1.1)                | 433.0          |
| Provisions on contracts        | 387.1          | (43.6)         | 109.9        | (7.7)              | (10.5)               | 435.2          |
| Other <sup>(a)</sup>           | 219.8          | (67.6)         | 110.8        | (15.8)             | 12.6                 | 259.8          |
| <b>TOTAL</b>                   | <b>1,771.8</b> | <b>(344.3)</b> | <b>488.6</b> | <b>(112.7)</b>     | <b>(51.4)</b>        | <b>1,752.0</b> |

(a) This line includes technical provisions of insurance companies, provisions for labor-related risks, vendor warranties, environmental guarantees and other.

The breakdown of restructuring costs is as follows:

|                            | 2023          | 2022          |
|----------------------------|---------------|---------------|
| Additions for the period   | (24.7)        | (17.3)        |
| Utilisation for the period | 32.0          | 54.6          |
| Reversals for the period   | 8.3           | 14.8          |
| <b>Net</b>                 | <b>15.6</b>   | <b>52.1</b>   |
| Expenses for the period    | (107.0)       | (150.6)       |
| <b>Restructuring costs</b> | <b>(91.4)</b> | <b>(98.5)</b> |

## 10.4 Maturity of current receivables and payables

The amounts presented in the balance sheet for this item break down as follows:

|   | 31/12/23       |                |              | 31/12/22       |
|---|----------------|----------------|--------------|----------------|
|   | Total          | < 1 year       | > 1 year     | Total          |
| Accounts and accrued receivables gross        | 3,996.1        | 3,854.3        | 141.8        | 3,776.5        |
| Accounts and accrued receivables depreciation | (137.9)        | (101.2)        | (36.7)       | (141.7)        |
| <b>Accounts and accrued receivables, net</b>  | <b>3,858.2</b> | <b>3,753.1</b> | <b>105.1</b> | <b>3,634.8</b> |
| Tax receivables (excluding income tax)        | 1,639.7        | 1,469.3        | 170.4        | 1,397.2        |
| Other receivables, gross                      | 776.6          | 653.2          | 123.4        | 784.0          |
| Other receivables, depreciation               | (5.4)          | (5.4)          | —            | (5.9)          |
| <b>Other receivables, net</b>                 | <b>2,410.9</b> | <b>2,117.1</b> | <b>293.8</b> | <b>2,175.3</b> |
| <b>Account, notes and other receivables</b>   | <b>6,269.1</b> | <b>5,870.2</b> | <b>398.9</b> | <b>5,810.1</b> |
| Accounts and notes payable                    | 2,741.1        | 2,736.5        | 4.6          | 2,507.6        |
| Accrued holiday pay and payroll taxes         | 2,472.4        | 2,410.4        | 62.0         | 2,253.8        |
| Tax payables (excluding income tax)           | 1,662.1        | 1,662.9        | (0.8)        | 1,408.1        |
| Other creditors and accrued liabilities       | 768.5          | 561.5          | 207.0        | 749.2          |
| <b>Accounts notes and other payables</b>      | <b>7,644.1</b> | <b>7,371.3</b> | <b>272.8</b> | <b>6,918.7</b> |

The changes in provisions on accounts and notes receivable break down as follows:

|   | 01/01/23 | Additions/reversal | Exchange rate and scope | 31/12/23 |
|---|----------|--------------------|-------------------------|----------|
| Provisions on accounts and notes receivable | (141.7)  | 6.0                | (2.2)                   | (137.9)  |

The Group may assign trade receivables, mainly from the French State, and commercial paper. At December 31, 2023, outstanding derecognized receivables amounted to €145.4 million (€225.8 million at December 31, 2022).

Since these assignments are without recourse in case of debtor default, the receivables in question are subject to "de-recognition" of the asset.

## 10.5 Commitments linked to commercial contracts

The Group's contractual commitments towards its counterparties (mainly its customers) can be subject to three types of guarantees or warranties:

### a) Bank guarantees

- **Bid bonds:** In the ordinary course of its activities, the Group regularly responds to invitations to tender. When requested by the customer, bid bonds are delivered in order to demonstrate the definitive nature of the bid and to indemnify the customer if the Group fails to meet its commitments. At December 31, 2023, bid bonds issued amounted to €17.9 million (€29.1 million at December 31, 2022);
- **Performance bonds:** From the signature of a contract up until its completion, the Group may also issue performance bonds for its customers, with a bank acting as an intermediary, in order to cover the payment of damages to the customer in the event that the Group does not meet its contractual commitments. At December 31, 2023, performance bonds amounted to €1,322.4 million (€1,358.8 million at December 31, 2022). Technical, operational and financial costs incurred by the Group in order to meet its obligations are valued on a contract-by-

contract basis, and are included in the cost to completion of the contract. Where this is not the case, a provision is set aside in the consolidated financial statements for any potential risk, estimated on a contract-by-contract basis;

- **Advance payment bonds:** In order to finance contract execution, the Group may receive advance payments from its customers, in accordance with contractual terms, which are recognized in liabilities in the balance sheet. In order to guarantee reimbursement of these advance payments if the contractual obligations are not met, the Group may deliver, at the customer's request, an advance payment bond. At December 31, 2023, advance payment bonds amounted to €3,126.9 million (€2,881.4 million at December 31, 2022);
- **Warranty retention bonds:** The Group evaluates and sets aside provisions for warranty costs in order to guarantee the conformity of goods sold to the customer during the contractual warranty period. In many cases, the provisional withholding of payment contractually applying during this period can be replaced by a warranty retention bond using a bank as intermediary. At December 31, 2023, warranty retention bonds amount to €83.3 million (€56.2 million at December 31, 2022).

The maturity dates of these commitments are:

|                          | < 1 year       | 1 to 5 years   | > 5 years      | 31/12/23       | 31/12/22       |
|--------------------------|----------------|----------------|----------------|----------------|----------------|
| Bid bonds                | 11.5           | 4.8            | 1.6            | 17.9           | 29.1           |
| Performance bonds        | 412.6          | 510.7          | 399.1          | 1,322.4        | 1,358.8        |
| Advance payment bonds    | 816.8          | 1,275.5        | 1,034.6        | 3,126.9        | 2,881.4        |
| Warranty retention bonds | 16.7           | 51.8           | 14.8           | 83.3           | 56.2           |
| Other bank bonds         | 127.4          | 118.2          | 233.8          | 479.4          | 359.9          |
| <b>TOTAL</b>             | <b>1,385.0</b> | <b>1,961.0</b> | <b>1,683.9</b> | <b>5,029.9</b> | <b>4,685.4</b> |



Moreover, in connection with the development of its activities related to in-flight broadband on passenger aircraft, the Group entered into several agreements to purchase bandwidth for an amount of around €310 million as of December 31, 2023, representing the discounted value of the residual payments. These purchase commitments are due to be settled up to 2038, depending on the contract. As of December 31, 2023, the Group considers this purchase commitment, so as associated assets (€ 95.6 million included in advance to supplier line) to be reasonably covered on the basis of commercial contracts signed to date, identified prospects and, more generally, the outlook for the aircraft connectivity market.

Guarantees are issued by Thales SA (parent company) in favor of customers aimed at guaranteeing the obligations of its subsidiaries mainly under commercial contracts. These internal guarantees, without bank intermediation, as reported in paragraph 19.1 of the accounts of Thales SA (parent company), are therefore not included in the consolidated data.

## Note 11. Litigation

At the end of 2022, as part of a judicial investigation, Thales was served with a requisition to disclose documents and information relating to business relations undertaken by Gemalto (now Thales Communication et Sécurité Numériques) prior to its acquisition by Thales in 2019.

Thales is cooperating fully with the judicial authorities. However, it is not yet known what the outcome of this judicial investigation will be, including any financial consequences.

## Note 12. Subsequent events

In mid-July 2023, Thales entered into exclusive negotiations to acquire, for \$1.1 billion, Cobham Aerospace Communications ("AeroComms"), a leading provider of advanced, innovative and ultra-reliable communications systems, enabling safety communications for cockpits. This company is expected to generate a turnover of around \$200 million in 2023. As part of this project, the employee representative organizations of Thales and Cobham Aerospace Communications will be consulted. The finalization of the acquisition project is anticipated during the first half of 2024, after approval from the antitrust authorities and obtaining the usual regulatory authorizations.

### b) Offsetting commitments

The awarding of major contracts, particularly within the defense sector, may be subject to legal or regulatory offsetting of the execution of local obligations, which can take the form of direct offsetting, semi-direct offsetting or indirect offsetting.

The associated risks are described in section 3.1.3.a of the 2023 Universal Registration Document.

At the date of publication, there are no other government, judicial or arbitration claims of which the Group is aware, which are pending or threatened and which could have or have had, any significant effect on the financial position or profitability of the Company and/or the Group in the last 12 months.

The space segment benefits from favorable growth prospects for most of its activities, in particular observation, exploration, navigation, military telecommunications and services. However, the commercial telecommunications business is facing challenges due to structurally weaker demand. For this reason, in early March the Group announced a project of an adaptation plan at Thales Alenia Space concerning around 1,300 jobs, including 1,000 in France, which will be redeployed within the Group, with no forced departure. Those redeployments will take place over 2024 and 2025, in consultation with employee representative bodies.

## Note 13. Accounting policies

### a) Presentation of the financial statements

#### Consolidated profit and loss account

Expenses in the income statement are presented analytically by purpose.

Income from operations is equal to income of operating activities before taking into account:

- gains and losses on disposals of property, plant and equipment and intangible assets, businesses or investments;
- the impact of changes in scope on consolidated net income before tax (Note 13-b);
- the impact of the amendment, curtailment or settlement of pension plans and other long-term benefits;
- the impairment of non-current assets;
- other operating items resulting from unusual events, with a material impact on the financial statements.

#### Consolidated balance sheet

A significant portion of the Group's activities in its different business segments have long-term operating cycles. Accordingly, assets (liabilities) that are usually realized (settled) within the entities' operating cycles (inventory, accounts receivable and payable, advance payments, reserves, etc.) are classified in the consolidated balance sheet as current assets and liabilities, with no distinction between the amounts due within one year and those due after one year.

#### Consolidated statement of cash flows

The statement of cash flows provides an analysis of the change in cash and cash equivalents, as presented in the balance sheet and defined in Note 13-i. The statement of cash flows is prepared using the indirect method based on consolidated net income and is broken down into three categories:

- net cash flow from operating activities, including interest. Income tax payments are included in this caption, except when directly associated to investing or financing activities;
- net cash flow used in investing activities, including net operating investments (acquisition and disposal of property, plant and equipment and intangible assets, capitalization of development costs) and net financial investments;
- net cash flow used in financing activities including dividends paid, capital subscriptions (exercise of options by employees), the purchase/sale of treasury shares, the issuance and repayment of debt, and changes in bank overdrafts, etc.

The Group also discloses the changes in its **net cash (debt)**, which is a non-GAAP measure. It includes financial debt, lease liability, net of cash and cash equivalents and investments including assets transferred from the UK pension fund. Changes in net cash, presented in Note 6.3, notably reflect **free operating cash flow**, defined as net cash flow from operating activities less net operating investments. This aggregate is restated for the contribution to reducing pension funding deficits in the UK, and in 2023 for the cash-out to Rothesay as part of the insurance coverage for the Thales UK Pension Scheme.

#### Segment information, EBIT and adjusted net income

The business segments presented by the Group are as follows:

- the Aerospace segment combines the "Avionics" and "Space" Global Business Units. They develop on-board systems and services for private sector customers (aircraft manufacturers, airlines, satellite operators, etc.) and for government/defense customers (national governments, space agencies and other semi-public organizations);
- the Defense & Security segment combines the "Secure Communications and Information Systems", "Land and Air

Systems" and "Defense Mission Systems" Global Business Units. They develop equipment, systems and services for armed forces and for the protection of networks and infrastructure, mainly for a government/defense customer base;

- the Digital Identity & Security segment, which develops digital identity and security solutions for a private and government customer base, and some digital businesses previously included in the Defense & Security segment, in particular in data protection.

The Transportation business segment has been considered as a discontinued operation as from the date of the signature of the put option agreement with Hitachi Rail. Consequently, financial data of this segment are excluded from segment information in Note 2.

In order to monitor and compare its operating and financial performances, the Group presents the following key indicators:

**EBIT**, corresponding to income from operations plus the share in net income of equity affiliates. This total is then adjusted for entries directly related to business combinations (amortization of assets recognized in the context of purchase price allocation and other acquisition-related expenses).

**Adjusted net income**, the calculation of which is presented in the Group's management report. It corresponds to consolidated net income attributable to shareholders of the parent company, less the following items, net of the corresponding tax impacts:

- amortization of assets valued when determining the purchase price allocation (business combinations);
- other expenses directly related to these business combinations;
- impairment of non-current assets;
- gains and losses on disposal of assets, changes in scope of consolidation and others;
- changes in the fair value of derivative instruments, recognized in "Other financial income and expenses";
- actuarial gains and losses on long-term employee benefits, included in "Finance costs on pensions and other employee benefits".

#### Earnings per share

**Basic earnings per share** are calculated by dividing the net income attributable to the shareholders of the parent company by the pro rata temporis weighted average number of shares outstanding during the period, excluding treasury shares.

Diluted earnings per share only take into account instruments with a dilutive effect on earnings per share. The dilutive effect of free shares and unit allotments is calculated using the treasury stock method, taking into account the average share price over the relevant period.

#### Off-balance sheet commitments

Disclosures regarding off-balance sheet commitments are presented in the following notes:

- Note 9.3-f: funding obligations in respect of pensions;
- Note 10.5: commitments linked to commercial contracts.

#### Related parties

The Group has identified the following related parties: shareholders of Thales SA (parent company), notably the French State and Dassault Aviation, companies controlled by these shareholders, companies under joint control or significant influence, Directors and Senior Corporate Officers.

Section 6.2.3.3 of the 2023 Universal Registration Document describes the main provisions concerning the shareholders agreement governing relations between the French State ("Public Sector") and Dassault Aviation ("Industrial Partner") within Thales, the convention on the protection of national strategic interests and the specific convention binding the State and Thales.



Information related to transactions with related parties is presented in the following notes:

- sales with the French State (mainly with the *Direction Générale de l'Armement*, the French defense procurement agency) in Note 6.6-b;
- transactions with equity affiliates in Note 5.3.

Transactions with other related parties are not material.

Expenses recognized in respect of compensation, benefits and social security contributions attributable to Directors and members of the Executive Committee are presented in Note 9.5.

## b) Scope of consolidation and changes in scope

### Scope of consolidation

The financial statements of material subsidiaries directly or indirectly controlled by Thales are fully consolidated. The financial statements of material subsidiaries jointly controlled by Thales (joint ventures) or in which the Group has significant influence (associates) are accounted for under the equity method.

The main consolidated companies are listed in Note 1.5.

The full list of affiliates outside of France is available on the Group's website (<https://www.thalesgroup.com/en/global/corporate-responsibility/key-documents>).

### Business combinations

Business combinations are accounted for under the acquisition method as described in IFRS 3. Under this method, the Group recognizes identifiable assets acquired and liabilities assumed at fair value on their acquisition date. It also recognizes non-controlling interests in an acquiree on their acquisition date.

Non-controlling interests are measured either at fair value or proportionate to the share of the identifiable net assets. This is determined on a case-by-case basis by the Group depending on the option it applies.

Acquisition-related costs (valuation fees, consulting fees, etc.) are recognized under "other operating expenses" as incurred.

Negative goodwill is immediately recognized in "other operating income". Positive goodwill related to controlled companies is recognized in balance sheet assets under intangible assets. Positive goodwill related to equity affiliates is recognized under "investments in joint venture/associates".

Goodwill is not amortized but is subject to impairment tests each year. Goodwill impairment is booked as an expense under "impairment" within the "income from operations" and may not be reversed. Goodwill impairment related to equity affiliates is recognized in "share in net income of equity affiliates" and may be reversed.

## c) Revenue

The Group's principles of revenue recognition are the following:

### Unbundling of multiple performance obligations within a single contract

Some contracts include the supply to the customer of distinct goods and services (for instance contracts combining building of assets, followed by operation and maintenance). In such situations, the contract must be segmented into several components ("performance obligations"), each component being accounted for separately, with its own revenue recognition method and margin rate.

The contract price is allocated to each performance obligation in proportion to the specific selling price of the underlying goods and services. This allocation should reflect the share of the price to which Thales expects to be entitled in exchange for the supply of these goods or services.

Options notified by the customer for the supply of distinct additional goods or services are generally accounted for separately from the initial contract.

### Evaluation of revenue allocated to performance obligations

Variable considerations included in the selling price are taken into account only to the extent that it is highly probable that a significant reversal in the amount of revenue already recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Penalties for late delivery or for the improper execution of a performance obligation are recognized as a deduction from revenue.

If the financing component is deemed significant, the selling price is adjusted to reflect a "cash" selling price for the goods and services provided. A financing component exists when parties have agreed to set up a financing to the advantage of one of them, through contractual terms.

Revenue includes income from claims only when it is highly probable that such claims will be accepted by the customer.

Contractual amendments negotiated with customers are included in the selling price only when they become legally enforceable.

### Recognition of revenue over time or at a point in time

Revenue associated with each performance obligation identified within a contract is recognized when the obligation is satisfied, i.e., when the control of the promised goods or services is transferred to the customer.

To demonstrate that the transfer of goods is progressive and recognize revenue over time, the following cumulative criteria are required:

- the goods sold have no alternative use and;
- the Group has an irrevocable right to payment (corresponding to costs incurred, plus a reasonable profit margin) for the work performed to date, in the event of termination for reasons other than Thales' failure to perform as promised.

These criteria are fulfilled by the vast majority of Group contracts that include the design and delivery of complex goods.

Revenue from the sale of goods with an alternative use, and/or for which the Group has no enforceable right to payment in case of termination for convenience by the customer, is recognized when the goods are delivered to the customer. This essentially concerns equipment (mainly in civil avionics) and spare parts.

Revenue from service contracts is generally recognized over time, as the customer simultaneously receives and consumes the benefits of these services provided by Thales.

### Percentage of completion method

The percentage of completion method generally used by the Group is expense-based: revenue is recognized based on costs incurred to date in relation to all the costs expected upon completion.

### Margin recognition

Expected losses on contracts are fully recognized as soon as they are identified, pursuant to the provisions of IAS 37 on onerous contracts.

### Order book

Order book (as disclosed in Note 2.1) corresponds to the amounts of the selling price allocated to the performance obligations not yet unsatisfied (or partially unsatisfied) at the closing date.

## d) Operating assets and liabilities

### Inventories and work in progress

Inventories and work in progress are carried at their production cost (determined using the FIFO or weighted-average cost method) and written down when their net sale value becomes lower than the production cost. Work in progress, semi-finished and finished goods are stated at direct cost of raw materials, production labor and subcontractor costs incurred during production, plus an appropriate portion of production overhead and any other costs that can be directly allocated to contracts.

When material, the cost of debt incurred during the construction period of a qualifying asset is incorporated in the value of this asset. If the funding is specific, the loan interest rate is used, otherwise the Group's financing rate is used.

### Set-up costs

These costs cover preparatory work, not directly financed by the customer but necessary for the execution of the contract. They do not contribute to the determination of the percentage of completion of the contract. They are capitalized and amortized as and when the revenue is recognized.

### Contract assets and liabilities

The cumulated amount of revenue accounted for, less progress payments and accounts receivable (presented on a dedicated line of the balance sheet) is determined on a contract-by-contract basis. If this amount is positive, the balance is recognized under "contract assets" in the balance sheet. If it is negative, the balance is recognized under "contract liabilities".

### Customer receivables

A receivable is an unconditional right to payment by the customer.

Impairment losses are accounted for, based on a prospective assessment of the credit risk on the initiation of the receivable, and its deterioration over time. The changes in impairment are presented in Note 10.4.

The Group is authorized to assign trade receivables, mainly from the French State, and commercial paper. As these assignments, which are without recourse in case of default by the debtor, involve the transfer of substantially all corresponding risks and rewards (Thales holding the dilution risk), they are "derecognized." Thales' continued involvement (as this is defined by IFRS 7) in the transferred receivables corresponds to the keeping of the recovery mandate.

## e) Research and development expenses

A significant share of research and development expenses is funded by customers and government agencies. Internally funded research and development expenses are charged to the profit and loss account as incurred, except for project development costs which meet the criteria of capitalization below:

- the product or process is clearly defined, and costs are separately identified and reliably measured;
- the technical feasibility of the product or project is clearly demonstrated, and the Group's experience in this area is established;
- adequate resources are available to complete the project successfully;
- a potential market for the products exists or their usefulness, in case of internal use, is demonstrated;
- the company intends to produce and market, or use the new product or process, and can demonstrate its profitability. Profitability is assessed on the basis of prudent commercial assumptions in order to reflect contingencies inherent to the long cycles of the Group's activities, in particular Aerospace. Minimum internal rates of return are required in the case of projects deemed risky.

Capitalized development costs mainly relate to the Group's Aerospace and Security activities, for which the developed products

are relatively generic and can be sold to a large number of potential customers. By contrast, development costs linked to Defense activities are for more specific and restricted markets with a limited number of players: the specific features of the products developed make it harder to share development work and therefore harder to capitalize the associated costs.

Development costs are then amortized over the useful life of the product. The method of amortization is generally determined by reference to expected future quantities over the period in which future economic benefits will be earned. If the method cannot be determined reliably, straight-line amortization is adopted. The period of amortization depends on the type of activity.

Assets are also subjected to impairment loss tests. The terms and assumptions taken into account to conduct these tests are described in Note 4.1. These impairment losses can be reversed. Impairment loss reversal criteria are identical to those retained when first capitalizing development costs on a new project.

The Group receives tax credits related to research carried out by its subsidiaries. These tax credits are considered as operating grants and are therefore included in income from operations, when their award is not dependent on the generation of taxable income. Otherwise, they are recognized as a deduction from income tax expense.

## f) Restructuring costs

Provisions for restructuring costs are accounted for when restructuring programs have been agreed and approved by a competent body and have been announced before the balance sheet date, resulting in an obligating event of the Group to the third parties in question, as long as the Group does not expect compensation for these costs.

These costs primarily relate to severance payments, costs for notice periods not worked and other costs linked to the closure of facilities such as write-offs of fixed assets. These costs and the costs directly linked to restructuring measures (removal costs, training costs of transferred employees, etc.) are recognized under "restructuring costs" in the profit and loss account.

## g) Property, plant and equipment and intangible assets

### Intangible assets

The Group's intangible assets mainly include:

- goodwill (Note 13-b);
- assets acquired in business combinations, primarily acquired technologies, customer relationships and the order book. These assets are recognized at fair value and amortized over their useful lives. The fair value of the assets is based on the market value. If no active market exists, the Group uses methods based on forecasts of the present value of the expected future operating cash flows (excess earnings method, royalty method, etc.);
- capitalized development costs (Note 13-e).

Intangible assets are submitted to impairment tests.

### Property, plant and equipment

Property, plant and equipment is stated at cost, net of any accumulated depreciation and accumulated impairment losses. Depreciation of property, plant and equipment is generally calculated on the basis of the following typical useful lives:

- 20 years for buildings;
- 1 to 10 years for technical facilities and industrial equipment and tooling;
- 5 to 10 years for other property, plant and equipment (vehicles, fixtures, etc.).

The depreciable amount takes into account the residual value of the asset. The various components of property, plant and equipment are recognized separately when their estimated useful lives or patterns of use, and thus the period over which they are depreciated or the depreciation methods applicable to them, are materially different.



Borrowing costs that are directly attributable to the acquisition or construction of an asset are capitalized as part of the cost of that asset.

## h) Leases

Contracts defined as a lease according to IFRS 16 (that is to say contracts which give the lessee a right to control the use of an identified asset for a period of time in exchange for consideration) are accounted for in the balance sheet, with the exception of low value assets and contracts with a duration below 12 months (by simplification, as allowed by the standard). In the Group's financial statements, lease contracts accounted for in the balance sheet are mainly real estate contracts (offices and production sites) and, in a lesser extent, service vehicles and few IT equipment.

Leases are accrued on the balance sheet at the date when the underlying asset is made available to the lessee. The lease liability is accrued against a right to use the rent asset, and is equal to the committed future lease payments discounted over the duration of the lease, as well as the exercise price of the options when it is reasonably certain that they will be exercised. The right-of-use asset is adjusted, if applicable, by the payments made in advance to the lessor, the initial direct costs incurred net of the incentives received by the lessor, and dismantling costs when an obligation is identified.

In the case of real estate contracts, the initial lease term retained for the lease liability calculation corresponds to the contractual term which is usually non-cancellable, the Group accepting most of the time to renounce to early termination options in order to benefit from favorable economic conditions. For these contracts, renewal options are generally not taken into account as the contractual terms are long and the date of exercise of these options is too far for the Group to be able to judge their exercise reasonably certain.

The Group may reassess this duration in the course of a contract duration in the case where a significant event would occur, such as a reorganization plan or expensive leasehold improvements. In such situations, the Group pays attention to the consistency between the amortization duration of the leasehold improvements and the term retained for the calculation of the lease liability.

Besides, when the end date of a contract is close, and in the absence of a moving project, the lease term is re-estimated in order to reflect the Group's intention to renew the contract. In such a situation, as for open-end contracts (but cancellable anytime with termination notice by the lessee or the lessor) or for short-term contracts renewable without limitation by tacit agreement, the end date of the contract is estimated taking into account the applicable legal and contractual conditions, but also the particular context of each contract (fluidity of the local real estate market, relations with the lessor...) and economic conditions surrounding the lease (appreciation of the economic loss which represents, for the Group, the abandoning of improvements or constructions made on the leased asset...). This methodology is consistent with the IFRIC's position taken on November 2019.

For other natures of lease, there is usually no early termination or extension options, the lease term retained therefore corresponds to the non-cancellable period.

Future lease payments are discounted using the incremental borrowing rate of the lessee. The latest is calculated taking into account the financing arrangements of the Group, that is to say it is based on both the risk-free rate of the lessee and the margin applicable to Thales SA for financing of maturity corresponding to the duration of the commitment.

The right-of-use asset is presented within the tangible assets (Note 4.2). It is amortized on a straight-line basis over the useful life of the underlying asset. The amortization charge for the right of use is included in EBIT.

The lease liability is presented in the balance sheet within the financial debt (Note 6.2). The interest charge is presented in the profit and loss account within the net interest income (Note 6.1).

Within the statement of cash flows:

- the interests paid are included within the net cash flow from operating activities;
- the reimbursement of the debt ("capital" portion of the rent paid) is presented in the financing cash flow on the line "repayment of debt". Thus, it is not included in the cash flow from operating activities;
- new lease liabilities have no effect on the cash flow statement insofar as they are balanced with a right of use recognized in the assets of the balance sheet.

## i) Financial assets, financial liabilities and derivatives

### Financial assets

IFRS 9 introduces a single approach to classification and measurement of financial assets, based on the characteristics of the financial instruments and on the Group's management intention. Thus:

- financial assets with expected cash-flows that solely correspond to principal and interest payments are measured at amortized costs if managed only to collect these flows;
- in other cases, financial assets are measured at fair value through the income statement, except for equity investments not held for trading and whose changes in value affect optionally the Other Comprehensive Income (OCI).

These principles are reflected as follows on the assets presented in the Group's balance sheet:

- **Investments** are measured at fair value. Fair value corresponds to the market price for shares quoted on a regulated market. For other shares, fair value is usually determined using valuation models provided by independent third parties, or by reference to the share in net equity held by the Group. Changes in fair value are recognized either on the income statement or, subject to an irrevocable option, investment by investment, through OCI with no reclassification to the income statement. This latter option has been chosen by the Group for all non-consolidated investments at the end of 2021. Consequently, subsequent changes in fair value and gains (losses) on disposal will be directly accounted for through shareholders' equity, with no impact on the income statement. Only dividends must remain accounted for through the financial result.
- **Receivables and financial loans** are recognized at amortized cost. They are subject to impairment if an expected loss or an impairment indicator is identified. This impairment, recognized in "other financial income (expense)", may subsequently be reversed through profit and loss if the conditions so justify.
- **Deposits** that Thales intends to hold until maturity are recognized at amortized cost.
- **Other financial assets** (including mutual funds and equivalent products) are estimated at fair value through profit and loss.

### Cash and cash equivalents

"Cash and cash equivalents" include cash at bank and in hand as well as cash equivalents (short-term and liquid investments that are easily converted into a known amount of cash and exposed to negligible risk of a change in value).

### Financial liabilities

Borrowings and other financial liabilities are measured at amortized cost using the effective interest rate. Upon initial recognition, premiums, redemption and issuance costs are included in the calculation of the effective interest rate and are recognized in the profit and loss account on an actuarial basis over the life of the loan.

### Derivatives

The Group uses financial instruments to manage and reduce its exposure to risks of changes in interest rates and foreign exchange rates.

**Foreign exchange derivatives used to hedge commercial contracts**, and eligible for hedge accounting are accounted for as follows:

- the effective portion of the change in fair value of the hedging instrument is recognized directly in equity until such time as the hedged flows affect profit and loss. The ineffective portion is recognized in profit and loss;
- the amount of the foreign currency denominated transaction is subsequently translated at the exchange rate prevailing at the date of inception of the hedge.

Changes in the fair value of premiums or discounts related to forward foreign currency contracts are recognized in "other financial income (expense)" as they are excluded from the hedging relationship.

The time value of foreign exchange options documented as hedges is considered as a cost of hedging: changes in fair value are accounted for through OCI, with reclassification to the financial result in line with the hedged item.

Concerning **foreign exchange derivatives subscribed to hedge financial assets/liabilities**, documented as fair value hedges, the swap point is spread over the duration of the financial asset/liability.

**Interest-rate derivatives** are used either as fair value hedges or cash flow hedges:

- a fair value hedge is a hedge of the exposure to changes in the value of assets and liabilities;
- a cash flow hedge is a hedge of the exposure to changes in the value of future cash flows (unknown future interest flows payable on existing variable-rate borrowings or on highly probable future borrowing issues, for example).

In the case of fair value hedge relationships, particularly for the portion of fixed-rate bond debt swapped for a variable rate, the financial liabilities hedged by the interest-rate derivatives are re-measured to the extent of risk hedged. Changes in the value of hedged items are recognized in profit and loss for the period and are offset by symmetrical adjustments in interest-rate derivatives.

In the case of cash flow hedging relationships, the effective portion of changes in fair value of interest-rate derivatives shown in the balance sheet is recognized directly in equity until such time as the hedged flows affect profit and loss.

### Fair value of financial instruments

IFRS 13 requires a hierarchy of valuation techniques for each financial asset and liability. The categories are defined as follows:

- level 1: valuation is based on quoted (non-adjusted) prices in active markets for identical assets or liabilities;
- level 2: valuation is based on information other than quoted market prices that is observable for the asset or liability, either directly or indirectly;
- level 3: valuation is based on unobservable information.

The fair value of financial assets and liabilities recorded at amortized cost approximates their carrying amount, except for borrowings and debts.

The fair value of bond debt is based on quoted prices (level 1). The fair value of other borrowings and debt is determined for each loan by discounting the expected future cash flows at the Euribor interest rate at the closing date, adjusted for the Group's credit risk (level 2).

The fair value of monetary and non-monetary UCITS funds is measured based on the last known net asset value. The fair value of interest rate products (certificates of deposit, short-term deposits, negotiable medium-term notes, etc.) is based on the discounting of coupon flows (nominal and interest) over the remaining life of the product at the closing date. The discount rate used is the market rate corresponding to the maturity and product characteristics.

The fair value of derivatives is based on models commonly used to assess these financial instruments (models including observable market data). Counterparty default risk and credit risk have no material impact on the fair value of derivatives.

## j) Deferred tax assets and liabilities

Thales recognizes deferred taxes when the tax value of an asset or liability differs from its book value.

Deferred tax assets are not recognized on the balance sheet if it is likely that the company concerned will not be able to recover them. To assess its ability to recover deferred tax assets, the Group takes into account forecast taxable income of the tax entities concerned, over a three-to five-year time-frame, the entity's tax loss history, non-recurring past events and tax strategies specific to each country.

## k) Pensions and other long-term employee benefits

The Group's defined benefit plan commitments are measured by independent actuaries using the projected unit credit method on the basis of estimated salaries at the date of retirement. The calculations mainly take into account assumptions concerning discounting as well as inflation, mortality and staff turnover rates, etc.

Changes in actuarial assumptions and experience adjustments – corresponding to the effects of differences between projected and actual results – give rise to actuarial gains and losses:

- actuarial gains and losses on post-employment benefits are recognized in full within other comprehensive income, and are not subsequently reclassified to profit and loss. Where appropriate, the same treatment is applied to adjustments linked to the ceiling on net assets for plans in surplus
- actuarial gains and losses on other long-term benefits are recognized immediately in financial income (Note 9.3).

Past service cost, measured in cases of amendments or curtailments of plans, and plan settlements are recognized in full within other operating income (loss) in the period in which it is incurred.

Net interest expense, determined based on the discount rate of obligations, is recognized in financial income.

## l) Share-based payment

### Free share plans

Thales regularly grants performance shares to its employees. These allotments give rise to an expense representing the fair value of services received at the grant date. This payroll expense is recognized against equity.

The fair value of the services received is calculated by reference to the fair value of the shares at the grant date, less the present value of dividends forfeited by employees during the vesting period, taking into account the presence conditions.

Internal performance conditions are taken into account only by means of an adjustment in the projected number of instruments acquired by employees at the end of the vesting period. Therefore, they are not taken into account in the fair value estimate of the instruments granted, which is determined at the grant date.

The expense related to these plans is included in the income from operations with the consolidated reserves account as counterpart without impact on total equity. As the payment of compensation is subject to presence conditions, the corresponding expense is recorded over the vesting period on a straight-line basis. When appropriate, the expense is adjusted over the vesting period to reflect any losses of rights.

### Phantom shares indexed to the value of Thales shares

Since those are cash-settled plans, IFRS 2 requires an evaluation of vested services and the liability assumed at fair value. Until the payment of this liability, the debt is re-measured at the closing date and taken to profit and loss. The re-measurement of the debt takes into account the achievement of performance and/or presence conditions, as well as the change in value of the underlying shares.



## Note 14. Fees paid to statutory auditors

Total fees paid to Thales' statutory auditors by the parent company and members of their consolidated networks for financial years 2023 and 2022 (including Transport segment) are shown below.

Other services cover tasks required by law (e.g., interim dividend, capital increase, etc.) and other services compatible with the statutory auditors' role (certification of expenditures, agreed procedures engagements, services of a tax-related nature without material impact, etc.).

| <i>In € thousands</i>            | <b>Mazars</b> |              | <b>EY</b>    |              | <b>Total</b>  |               |
|----------------------------------|---------------|--------------|--------------|--------------|---------------|---------------|
|                                  | <b>2023</b>   | <b>2022</b>  | <b>2023</b>  | <b>2022</b>  | <b>2023</b>   | <b>2022</b>   |
| <b>Certification of accounts</b> | <b>6,300</b>  | <b>5,823</b> | <b>6,016</b> | <b>5,673</b> | <b>12,316</b> | <b>11,496</b> |
| • Issuer                         | 930           | 917          | 414          | 404          | 1,344         | 1,321         |
| • Subsidiaries                   | 5,370         | 4,906        | 5,602        | 5,269        | 10,972        | 10,175        |
| <b>Other services</b>            | <b>746</b>    | <b>1,052</b> | <b>992</b>   | <b>834</b>   | <b>1,738</b>  | <b>1,886</b>  |
| • Issuer                         | 266           | 246          | 108          | 87           | 374           | 333           |
| • Subsidiaries                   | 480           | 806          | 884          | 747          | 1,364         | 1,553         |
| <b>TOTAL</b>                     | <b>7,046</b>  | <b>6,875</b> | <b>7,008</b> | <b>6,507</b> | <b>14,054</b> | <b>13,382</b> |

## Note 15. List of main consolidated companies

(excluding Thales SA, the parent company)

| Company name  | Country        | % Interest<br>31/12/23 | % Interest<br>31/12/22 |
|---|----------------|------------------------|------------------------|
| <b>1. Consolidated subsidiaries <sup>(a)</sup></b>        |                |                        |                        |
| Advance Acoustic Concepts, LLC                            | United States  | 100%                   | 100%                   |
| Ground Transportation Systems Canada Inc                  | Canada         | 100%                   | 100%                   |
| GTS Deutschland GmbH                                      | Germany        | 100%                   | 100%                   |
| GTS France SAS  | France         | 100%                   | 100%                   |
| Imperva, Inc.   | United States  | 100%                   | — %                    |
| Thales Alenia Space France SAS                            | France         | 67%                    | 67%                    |
| Thales Alenia Space Italia SpA                            | Italy          | 67%                    | 67%                    |
| Thales Australia Ltd                                      | Australia      | 100%                   | 100%                   |
| Thales Avionics, Inc.                                     | United States  | 100%                   | 100%                   |
| Thales AVS France SAS                                     | France         | 100%                   | 100%                   |
| Thales Belgium SA   | Belgium        | 100%                   | 100%                   |
| Thales Canada Inc.  | Canada         | 100%                   | 100%                   |
| Thales Defense & Security, Inc.                           | United States  | 100%                   | 100%                   |
| Thales Deutschland GmbH                                   | Germany        | 100%                   | 100%                   |
| Thales DIS Brasil Cartões e Soluções de Tecnologia Ltda   | Brazil         | 100%                   | 100%                   |
| Thales DIS CPL USA, Inc.                                  | United States  | 100%                   | 100%                   |
| Thales DIS France SAS                                     | France         | 100%                   | 100%                   |
| Thales DIS Mexico SA de CV                                | Mexico         | 100%                   | 100%                   |
| Thales DIS (Singapore) Pte Ltd                            | Singapore      | 100%                   | 100%                   |
| Thales DIS Technologies B.V.                              | Netherlands    | 100%                   | 100%                   |
| Thales DIS UK Ltd   | United Kingdom | 100%                   | 100%                   |
| Thales DIS USA, Inc.                                      | United States  | 100%                   | 100%                   |
| Thales DMS France SAS                                     | France         | 100%                   | 100%                   |
| Thales Espana Grp, S.A.U.                                 | Spain          | 100%                   | 100%                   |
| Thales Ground Transportation Systems Ltd                  | United Kingdom | 100%                   | 100%                   |
| Thales IAS France SAS                                     | France         | 100%                   | 100%                   |
| Thales Nederland B.V.                                     | Netherlands    | 99%                    | 99%                    |
| Thales Security Solutions & Services Company              | Saudi Arabia   | 100%                   | 100%                   |
| Thales Services Numériques SAS                            | France         | 100%                   | 100%                   |
| Thales SIX GTS France SAS                                 | France         | 100%                   | 100%                   |
| Thales Solutions Asia Pte Ltd                             | Singapore      | 100%                   | 100%                   |
| Thales UK Ltd   | United Kingdom | 100%                   | 100%                   |
| Trixell   | France         | 51%                    | 51%                    |
| <b>2. Joint ventures &amp; associates (equity method)</b> |                |                        |                        |
| Airtanker Ltd   | United Kingdom | 15%                    | 15%                    |
| Arab International Optronics                              | Egypt          | 49%                    | 49%                    |
| Aviation Communications & Surveillance Systems            | United States  | 30%                    | 30%                    |
| Diehl Aerospace GmbH                                      | Germany        | 49%                    | 49%                    |
| Lynred  | France         | 50%                    | 50%                    |
| Naval Group   | France         | 35%                    | 35%                    |
| Telespazio SpA  | Italy          | 33%                    | 33%                    |
| Telit Cinterion   | United Kingdom | 25%                    | 25%                    |

(a) Companies with sales representing more than 0.5% of consolidated sales.

### Exemptions for subsidiaries publication:

Gemalto BV (previously Gemalto Holding BV) is exempted from its obligation to publish consolidated financial statements from 2019, as Thales applies the exemption 408 in the Netherlands.

German entity Electronic Signalling Services (ESS) GmbH, located at 1 Thalesplatz, 71254 Ditzingen, has requested to be exempted from its obligation to publish statutory financial statements for the year 2023, pursuant to paragraph 3, subparagraph 264, of the German Commercial Code.