

Getlink SE - Combined General Meeting - 30 April 2020

Number of shares present, represented or having voted by post (VBP), or Internet: 387,691,389 being 72.206% of shares having the right to vote
 Number of voting rights of shareholders having voted: 536,713,746
 Number of shareholders having voted: 4,259
 Rejected votes: 311 (138,721 voting rights)

Voting results by resolution

| Resolutions | For | | Against | | Vote withhold | | Total votes | Shares represented by the votes cast | Percentage of share capital represented by the votes | Quorum |
|---|-------------|----------|------------|---------|---------------|---|-------------|--------------------------------------|--|---------|
| | Votes | % | Votes | % | Votes | % | | | | |
| 1. Review and approval of the statutory accounts for the financial year ended 31 December 2019 | 535,497,626 | > 99.99% | 52,821 | < 0.01% | 1,163,011 | - | 535,550,447 | 387,691,245 | 70,489% | 72,206% |
| 2. Appropriation of the profit for the year ended 31 December 2019 | 535,582,000 | 99.98% | 94,447 | 0.02% | 1,037,011 | - | 535,676,447 | 387,691,245 | 70,489% | 72,206% |
| 3. Review and approval of the consolidated accounts for the year ended 31 December 2019 | 535,491,626 | 99.99% | 57,365 | 0.01% | 1,164,467 | - | 535,548,991 | 387,691,245 | 70,489% | 72,206% |
| 4. Authorisation granted to the Board of Directors for 18 months to allow the Company to buy back and trade in its own shares | 529,207,715 | 98.84% | 6,220,759 | 1.16% | 1,284,984 | - | 535,428,474 | 387,691,245 | 70,489% | 72,206% |
| 5. Ratification of the co-optation of Giancarlo Guenzi, director, to replace Giovanni Castellucci, who has resigned | 534,483,032 | 99.78% | 1,175,677 | 0.22% | 1,054,749 | - | 535,658,709 | 387,691,245 | 70,489% | 72,206% |
| 6. Renewal of the term of office of Peter Levene as a director | 529,097,031 | 98.79% | 6,474,552 | 1.21% | 1,141,875 | - | 535,571,583 | 387,691,245 | 70,489% | 72,206% |
| 7. Renewal of the term of office of Colette Lewiner as a director | 460,830,638 | 86.07% | 74,575,458 | 13.93% | 1,307,362 | - | 535,406,096 | 387,691,245 | 70,489% | 72,206% |
| 8. Renewal of the term of office of Perrette Rey as a director | 509,936,160 | 95.21% | 25,636,623 | 4.79% | 1,146,675 | - | 535,572,783 | 387,691,245 | 70,489% | 72,206% |
| 9. Renewal of the term of office of Jean-Pierre Trotignon as a director | 534,017,473 | 99.72% | 1,491,261 | 0.28% | 1,204,724 | - | 535,508,734 | 387,691,245 | 70,489% | 72,206% |
| 10. Appointment of Jean-Marc Janailac as a new director, replacing Colette Neuville | 534,662,315 | 99.83% | 903,009 | 0.17% | 1,148,134 | - | 535,565,324 | 387,691,245 | 70,489% | 72,206% |
| 11. Appointment of Sharon Flood as a new director, replacing Philippe Vasseur | 535,242,741 | 99.94% | 322,305 | 0.06% | 1,148,412 | - | 535,565,046 | 387,691,245 | 70,489% | 72,206% |
| 12. Approval of the information relating to the remuneration of executive officers paid during the financial year ended 31 December 2019 or awarded in respect of the same financial year, as referred to in Article L. 225-37-3-I of the French Commercial Code | 530,234,575 | 98.99% | 5,425,078 | 1.01% | 1,053,805 | - | 535,659,653 | 387,691,245 | 70,489% | 72,206% |
| 13. Approval of the elements of remuneration paid during or awarded for the financial year ended 31 December 2019 to Jacques Gounon, Chairman and Chief Executive Officer | 526,637,221 | 98.33% | 8,923,909 | 1.67% | 1,152,328 | - | 535,561,130 | 387,691,245 | 70,489% | 72,206% |
| 14. Approval of the elements of remuneration paid during or awarded for the financial year ended 31 December 2019 to François Gauthey, Deputy Chief Executive Officer | 526,698,680 | 98.34% | 8,903,772 | 1.66% | 1,111,006 | - | 535,602,452 | 387,691,245 | 70,489% | 72,206% |
| 15. Approval of the remuneration policy for executive officers pursuant to Article L. 225-37-2-II of the French Commercial Code | 530,248,400 | 98.89% | 5,401,790 | 1.01% | 1,063,268 | - | 535,650,190 | 387,691,245 | 70,489% | 72,206% |
| 16. Approval of the elements of the remuneration policy: principles and criteria for determining, allocating and distributing the fixed, variable and exceptional elements making up the total remuneration and benefits of any kind attributable to the Chairman and Chief Executive Officer | 530,232,056 | 99.22% | 4,162,803 | 0.78% | 2,318,599 | - | 534,394,859 | 387,691,245 | 70,489% | 72,206% |
| 17. Approval of the elements of the remuneration policy: principles and criteria for determining, allocating and distributing the elements making up the total remuneration and benefits of any kind attributable to the Chairman of the Board | 530,460,002 | 99.04% | 5,156,916 | 0.96% | 1,096,540 | - | 535,616,918 | 387,691,245 | 70,489% | 72,206% |
| 18. Approval of the elements of the remuneration policy: principles and criteria for determining, allocating and distributing the fixed, variable and exceptional elements making up the total remuneration and benefits of any kind attributable to the Chief Executive Officer | 527,465,601 | 98.70% | 6,927,664 | 1.30% | 2,320,193 | - | 534,393,265 | 387,691,245 | 70,489% | 72,206% |
| 19. Approval of the directors' remuneration policy for the 2020 financial year | 533,662,107 | 99.68% | 1,697,911 | 0.32% | 1,353,440 | - | 535,360,018 | 387,691,245 | 70,489% | 72,206% |

| | | | | | | | | | | |
|---|-------------|--------|------------|-------|-----------|---|-------------|-------------|---------|---------|
| 20. Delegation of authority granted to the Board of Directors for 12 months to make a collective free allotment of shares to all non-executive employees of the Company and of companies directly or indirectly affiliated to it, within the meaning of Article L. 225-197-2 of the French Commercial Code | 534,921,399 | 99.86% | 770,030 | 0.14% | 1,022,317 | - | 535,691,429 | 387,691,389 | 70,489% | 72,206% |
| 21. Authorisation granted to the Board of Directors to grant existing or future ordinary shares of the Company free of charge to employees and/or executive officers of the Group, with automatic waiver by the shareholders of their preferential subscription rights | 533,655,537 | 99.63% | 1,964,773 | 0.37% | 1,093,436 | - | 535,620,310 | 387,691,389 | 70,489% | 72,206% |
| 22. Authorisation granted to the Board of Directors for 18 months to reduce the share capital by cancelling treasury shares | 522,716,551 | 97.58% | 12,955,914 | 2.42% | 1,041,281 | - | 535,672,465 | 387,691,389 | 70,489% | 72,206% |
| 23. Delegation of authority granted to the Board of Directors for 26 months to carry out capital increases, with withdrawal of the shareholders' preferential right of subscription, by the issue of ordinary shares or transferable securities granting a right to the Company's capital reserved to the employees signed up to a Company savings plan | 521,690,615 | 97.39% | 13,992,749 | 2.61% | 1,030,382 | - | 535,683,364 | 387,691,389 | 70,489% | 72,206% |
| 24. Bringing Article 24 of the articles of association into line with the provisions of the PACTE Law concerning the remuneration of directors | 535,144,573 | 99.90% | 517,319 | 0.10% | 1,051,854 | - | 535,661,892 | 387,691,389 | 70,489% | 72,206% |
| 25. Bringing Article 14 of the articles of association into line with the provisions of the PACTE Law concerning the identification of shareholders | 535,147,957 | 99.90% | 515,868 | 0.10% | 1,049,921 | - | 535,663,825 | 387,691,389 | 70,489% | 72,206% |
| 26. Amendment of Article 16 of the articles of association relating to the number of shares held by the directors | 534,982,544 | 99.88% | 638,773 | 0.12% | 1,092,429 | - | 535,621,317 | 387,691,389 | 70,489% | 72,206% |
| 27. Bringing Article 15 of the articles of association into line with the provisions of the PACTE Law concerning the number of directors representing employees and optional appointment of an employee director | 535,149,465 | 99.90% | 515,989 | 0.10% | 1,048,292 | - | 535,665,454 | 387,691,389 | 70,489% | 72,206% |
| 28. Modification of Article 17 of the by-laws to allow a staggered renewal of the members of the Board of Directors | 535,544,053 | 99.97% | 134,698 | 0.03% | 1,034,995 | - | 535,678,751 | 387,691,389 | 70,489% | 72,206% |
| 29. Amendment of Article 20 of the articles of association to allow the Board of Directors, in certain cases provided for by law, to take decisions by written consultation under the conditions laid down by the new legislative and regulatory provisions | 535,150,827 | 99.90% | 519,159 | 0.10% | 1,043,760 | - | 535,669,986 | 387,691,389 | 70,489% | 72,206% |
| 30. Deletion of obsolete references in the articles of association | 535,109,034 | 99.90% | 526,819 | 0.10% | 1,077,893 | - | 535,635,853 | 387,691,389 | 70,489% | 72,206% |
| 31. Powers for the formalities | 535,492,720 | 99.97% | 175,131 | 0.03% | 1,045,607 | - | 535,667,851 | 387,691,245 | 70,489% | 72,206% |