

General Meeting Special Edition - 14 April 2022

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Dear shareholder,

**The General Meeting is a unique opportunity** to review the past year, to outline the Group's strategy and, above all, to exchange views with you.

We are coming out of a year 2021 marked by the public health crisis and we have been observing an extremely worrying situation in Ukraine since 24 February, and the human suffering that it causes.

This international crisis is drawing the United Kingdom closer to Europe, which can only be good for us, and the energy crisis linked to Western sanctions places us in a better position than the ferries, which are dependent on fuel. Not to mention **ElecLink**, whose final tests for connection to the French and British grids are coming to an end, and which will position itself favourably for the transport of renewable energy.

Let us be clear: it is not a question of us being satisfied with the consequences of this geopolitical environment but, as I always do, of lucidly analysing the possible reactions and adapting ourselves to them.

2021 was marked mainly by the health crisis and the travel restrictions that have had a severe impact on us. Europe has gone some way to alleviate the financial impact of the Covid crisis, and we ask the French government not to forget us when this is distributed in the future.

Since the easing of these restrictions, **traffic has picked up strongly.** The traffic figures for the first three months of 2022 speak for themselves: 374,868 trucks (+23% vs. 1st quarter 2021) and 294,762 passenger vehicles transported (+154%). Eurostar traffic is also increasing significantly thanks in part to a very proactive relaunch of its offer. It should also be noted that the Directorate-General for competion of the European Commission (DG COMP) gave its approval on 28 March for the Eurostar-Thalys merger. Thus strengthened, Eurostar should in time be able to expand its services, particularly to Germany.

The General Meeting on 27 April 2022 is looking to the future. The decision taken by your Board of Directors to double the dividend is part of the conviction that we have the resources to progress.

I would like to pay a warm **tribute to Jean-Pierre Trotignon and Patricia Hewitt,** whose mandates are not renewable. You have to have seen the quality of their unfailing commitment and the relevance of their interventions during all the years in which your Group has prospered, to know to what extent their departures mark a symbolic stage. Fortunately, we are able to submit to your vote **two new directors, Lord Ricketts and Brune Poirson,** whose skills will be indispensable to your Board in continuing to enable the Group to progress.

Among all the resolutions put to the vote, which are classic and recur each year, we are introducing an innovation with a "Say on Climate" proposal, namely a **consultative vote on the environmental policy** that we are implementing.

Most of Getlink's activities are "green" by nature, whether it be Le Shuttle, Europorte or ElecLink. Enormous progress has been made over the last 15 years in this area, but we can do more and better. The various letters to shareholders over the years have highlighted the projects that have completed, but today we want to clearly show that we are a **determined driver in the fight against climate change.** As other modes of transport seem to be lagging far behind on these issues, we believe that there is a sustainable competitive advantage in our favour.

As all commentators say, we are at a tipping point in many areas. I can assure you that your Board of Directors is analysing and acting with the intention of taking advantage of all these changes.

With your support, I commit to that and look forward to our forthcoming discussions at our General Meeting.

Yours faithfully,

Jacques Gounon
Chairman of Getlink



## **COMBINED GENERAL MEETING OF GETLINK SE**



# General meeting is currently planned with shareholders being present in person

In view of the current public health context, the **General Meeting will be held in person, on 27 April 2022 at 10 a.m.** (CET), at Cité des Echanges, 40 rue Eugène Jacquet, 59700 Marcq-en-Baroeul (Lille), France.

If the Covid-19 situation deteriorates, the Company may have to modify the means of taking part in the General Meeting. You are therefore invited to regularly consult the page dedicated to the <a href="2022 General Meeting">2022 General Meeting</a> on the Company's website <a href="www.getlinkgroup.com">www.getlinkgroup.com</a>, which may be updated to specify the final arrangements for taking part in this General Meeting in the light of health, regulatory and/or legal requirements.

**Getlink has taken all measures to facilitate remote voting:** online voting on the secure voting platform Votaccess, or postal voting or proxy. In addition, the General Meeting will be broadcast on the Company's website on the **2022 General Meeting** page.

As part of the relationship between the Company and its shareholders, Getlink strongly encourages them to send all their requests and documents electronically to <a href="mailto:ag2022@getlinkgroup.com">ag2022@getlinkgroup.com</a> and recommends that they regularly consult its website: <a href="mailto:www.getlinkgroup.com">www.getlinkgroup.com</a>



# On the agenda of the General Meeting

In addition to recurring items such as the approval of accounts and powers for the formalities, a vote is proposed on the following matters:

- The distribution of a dividend to shareholders (resolution 2);
- The autorisation to allow the Company to buy back and trade in its own shares (resolution 4);
- The renewal of the terms of office of Jacques Gounon, Corinne Bach, Bertrand Badré, Carlo Bertazzo and Elisabetta De Bernardi di Valserra as directors for four years and of Perrette Rey as a director for an exceptional period of one year (resolutions 6 to 11);
- The nomination as Directors of the Board, of Lord Ricketts, replacing Patricia Hewitt whose term of office expires and Brune Poirson, replacing Jean-Pierre Trotignon whose term of office also expires (resolutions 12 and 13);
- The approval of the remuneration of executive officers and Directors for 2021 (resolutions 14 to 16), of the remuneration policy for executives officers (resolution 17) and that, in particular, of the Chief Executive Officer and of the Chairman of the Board of Directors for 2022 (resolutions 18 and 19);
- The share ownership plan for employees and senior executives, with a collective plan granting free ordinary shares to each employee of the Group, excluding senior executives (resolution 20) and the allocation of shares, subject to performance condition over 3 years (share, financial, climate and CSR performances for 2024), for the benefit of executive officers and senior executives (resolution 21);
- The capital reduction by cancelling treasury shares (resolution 22);
- The deletion of obsolete text from the articles of association (resolution 24);
- The advisory vote on the Group's climate trajectory (Say on Climate) (resolution 26).



## **GENERAL MEETING: PRACTICAL INFORMATION**



# How to vote at the General Meeting?

The Notice of Meeting and personalised voting form have been sent to **registered shareholders**.

Getlink strongly encourages you to vote online via the Votaccess web platform, made available by Getlink, which has been open since 6 April 2022 at 9 a.m. (CET). In order to avoid any potential risk of the website being overloaded, it is recommended not to wait until the deadline of 26 April 2021 at 3 p.m. (CET) to log on to the site www.sharinbox.societegenerale.com and follow the procedure shown opposite. However, you may also vote on the resolutions by attending the Meeting in person after having requested an admission card or you may appoint the Chairman of the Meeting as your proxy or give a proxy to a third party by returning the completed form to Société Générale Securities Services in the prepaid envelope provided as soon as possible to ensure it is received by the deadline of 25 April.

If you are a **bearer shareholder**, we remind you that banks have a legal obligation to make available to shareholders on request all documents relating to the General Meeting. You may also log on to the internet portal of your securities account holder in order to access the **Votaccess** website (see detailed process opposite).

For more information, please regularly consult the <u>2022 General Meeting</u> website page and refer to the <u>Notice of Meeting</u>.



# Key dates to cast your vote at the General Meeting

**25 April 2022 :** deadline for receipt of the voting forms by Société Générale Securities Services

**26 April 2022 at 3 p.m. (CET):** deadline for voting by internet on Votaccess



#### Opt for e-vote

Getlink recommends that its shareholders vote online on Votaccess, a secure, 100% confidential, fast and easy-to-use platform. This paperless service contributes to our corporate social responsibility action: online voting is also an ecological gesture!

**Registered shareholders** can access the service at <a href="https://www.sharinbox.societegenerale.com">www.sharinbox.societegenerale.com</a> by using their access code and password, then clicking on the name of the meeting in the "Current operations" box and following the instructions on the screen.

• Bearer shareholders can log on with their usual access codes to the internet portal of their securities account holder to access the Votaccess site and then follow the onscreen procedure.



# Broadcast of the General Meeting

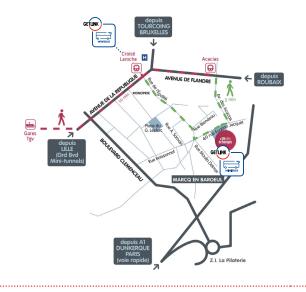
Getlink has taken all measures to make it possible for its shareholders to participate in the Meeting by watching a webcast on the <u>2022 General Meeting</u> page of the website <u>www.getlinkgroup.com</u>. Information on how to access the webcast will be updated on that page.



# PRACTICAL INFORMATION FOR THE 2022 AGM

- Wednesday 27 April 2022 at 10 a.m. (CET)
- La Cité des Échanges
   40 rue Eugène Jacquet
   59700 Marcq-en-Baroeul (Lille)
   France
- Registration for shareholders starts at 9 a.m. (CET)
- Free parking available (800 places)
- Shuttle bus between the Croisé Laroche Tram station and Cité des Échanges, before and at the end of the meeting: <u>map and timetables of the Tram network</u>.

# MAP TO THE VENUE LA CITÉ DES ÉCHANGES



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# GETLINK'S GOVERNANCE

## Responsible governance in line with the challenges of tomorrow

Getlink's governance is adapted to the specific needs of the business, its binational nature and its regulated environment, and forms part of a constant improvement process in accordance with the Afep/Medef Code to serve the overall vision of the Company's development. It is based on a separation of executive responsibilities, a renewed senior management and a responsible, expert, international, diversified and renewed Board of Directors.



## Renewal of the board of directors



**Video presentation** of Lord Ricketts as a new director replacing Patricia Hewitt.

**Video presentation** of Brune Poirson as a new director replacing Jean-Pierre Trotignon.



## **Activity of the Board of Directors in 2021**

At 23 February 2022, it was composed of 15 members, including 3 directors representing the employees. The Board of Directors is organised into **4 committees** with complementary expertise: the Audit Committee, the Nomination and Remuneration Committee, the Ethics and CSR Committee and the Safety and Security Committee.

#### A committed and hard-working Board in 2021



**Board and** Committee meetings



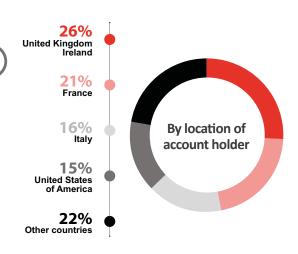
> 99% **Attendance** rate



**Board Committees** chaired by female **Directors** 

# A high quality and long-term shareholding\*

## Capital breakdown



# Composition following the 2022 General Meeting .....



50% Female representation



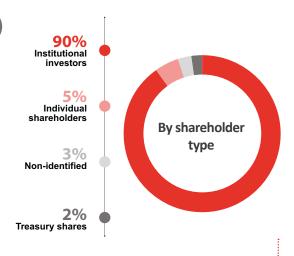
67% Independance rate



International representation



5 years Average length of term

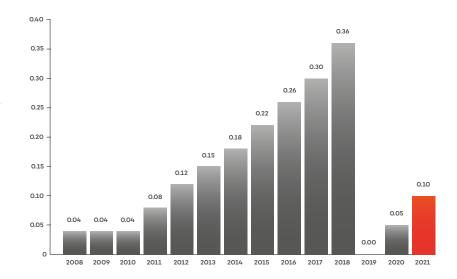


\* Source: estimation based on the January 2022 bearer identification analysis (TPI) covering holders of 1,000 or more shares on the registers of Société Générale Securities Services and Computershare.

#### Dividend

In 2022, given the impact of the public health crisis but confident in its longterm prospects, the Group confirms its commitment to shareholder returns and proposes to vote at the General Meeting (resolution 2) a dividend of €0.10 per share for the 2021 financial year. This dividend represents a maximum total distribution of €55M for the 2021 financial year to be paid in 2022, and more than €1Bn in dividends distributed to shareholders since 2008.

The dividend will be detached from the ordinary share on Euronext Paris on 30 May and will be payable on 3 June 2022 on positions closed on 31 May.



#### • €9.2Bn

Market capitalisation (at 11 April 2022)

#### GET share

listed on Euronext Paris

#### +65%

Share performance (1er January 2018 to 11 April 2022)

#### • GPR Getlink Index:

Aena SME SA, Aéroports de Paris, Atlantia S.p.A., DFDS A/S, Eiffage SA, Electricité de France SA, Engie, Ferrovial SA, Firstgroup PLC, Flughafen AG, Fraport AG, National Grid PLC, Stagecoach Group PLC, Vinci SA.

# **Outperformance of the GET share** compared to the GPR Getlink index





# **Getlink's contact details** dedicated to the 2022 General Meeting

**Information requests** relating to the conditions and ways of taking part in this General Meeting to <a href="mailto:ag2022@getlinkgroup.com">ag2022@getlinkgroup.com</a>

Written questions to be sent by email, prior to the General Meeting, no later than the fourth business day preceding the date of the General Meeting, i.e. 21 April 2022 to PresidentGET@getlinkgroup.com, accompanied by a certificate of account registration.

Société Générale Securities Services - Service Assemblées 32 rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03, France

#### **Shareholder Relations Centre - Getlink SE**

PO Box 302, Folkestone, Kent, CT19 4QZ, UK

or by phone: 0845 600 6634



#### **2022 CALENDAR**

#### 21 April

Revenue and traffic figures for the 1st quarter of 2022

#### 27 April

Combined General Meeting of Getlink SE

#### **⊘** 21 July

Results for the 1st half of 2022