



# & YOU

## LETTER TO SHAREHOLDERS

General Meeting Special Edition- 19 April 2023

>

Dear shareholder,

When we hold our **Annual General Meeting on 27 April**, it will be just a few days before the 29th anniversary of the opening of the Channel Tunnel, a unique asset granted to **Eurotunnel** until 2086. Eleven months ago, we commissioned **ElecLink**, a 1GW electricity interconnector, using the Tunnel's infrastructure, which has played a major role this winter in alleviating the lack of power generation in France.

At the same time, Europorte, having obtained its rail operator's licence in 2010, has become a key player in the sector, with real prospects for development given the emphasis placed by the public authorities on the future of goods transport by rail. These historical reminders are not mere nostalgia, but on the contrary, they highlight the relevance of a **winning strategy, an incredible resilience and a formidable modernity**:

> **strategy**: it consists of planning for **the long term**, with the objective of **creating value** over the long term by focusing on quality of service and performance;

> **resilience**: as external crises cannot be avoided, it is necessary to anticipate and react very quickly by adapting to the circumstances. There is no shortage of recent examples, starting with the health crisis. Each time, the business takes advantage of this to develop new services or technologies;

> **modernity**: the Group facilitates exchanges and supplies by being a player in ecological transition. It is actively involved in a low-carbon transport policy that is far ahead of its competitors. Its climate plan is exemplary.

The Group is also committed to a responsible **governance** policy. This letter provides you with the information you need to assess the commitment of your Board. It is evolving, reflecting in particular the new composition of the shareholder base. I would like to take this opportunity, at a time when **Colette Lewiner** and **Perrette Rey** are leaving the Board, to tell you of the exceptional contribution they have always made to the work of the Board and beyond, to the success of the Group. As Chairwomen of the Audit Committee and the Nomination and Remuneration Committee respectively, they have wisely identified and defined appropriate policies in these areas. For this, I would like to thank them warmly.

**Eiffage**, which is a group active in construction and public works and concessions, both local and European, has become our largest shareholder with 18.79% of the capital, and it is therefore logical that you should be asked to appoint two directors proposed by this group. You will find in this letter the presentations of Benoît de Ruffray and Marie Lemarié. I invite you all to support their candidacy en masse.

In this partially renewed Board, I will continue to ensure that the quality requirements that drive the Group remain at the **highest operational level**: priority to safety, to customers, to the well-being of our employees, to the environment, while pursuing a policy of cost control and investment that guarantees our leadership.

And this is what allows us to present you with outstanding financial results, to do everything possible **to improve them further in 2023** and to propose that you vote to **increase the dividend** to €0.50 per share.

This is a clear return to the policy of increasing dividends as described in the Universal Registration Document, only interrupted by the health crisis.

Thus in June, we will pay out €275 million to our shareholders, subject to your approval. Since 2008, the cumulative amount of dividends distributed represents nearly €1.3 billion.

In addition to this resolution, you will be asked to vote on the resolutions described in this letter, as you do every year. You have accustomed us, dear shareholder, to a strong mobilisation, whether by correspondence or by coming to debate with us. **Your support is essential for us**. It is confirmation that we are working in the right direction.

Yours faithfully,

**Jacques Gounon**  
Chairman of Getlink



# COMBINED GENERAL MEETING OF GETLINK SE



## PLEASE NOTE

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

**The General Meeting will be held in person, on 27 April 2023 at 10 a.m. (CET), at Cité des Echanges, 40 rue Eugène Jacquet, 59700 Marcq-en-Baroeul (Lille), France.**

You are invited to regularly consult the page dedicated to the [2023 General Meeting](https://www.getlinkgroup.com) on the Company's website [www.getlinkgroup.com](https://www.getlinkgroup.com), which specify the final arrangements for taking part in this General Meeting.

**Getlink has taken all measures to facilitate remote voting:** postal voting or proxy, online voting on the secure, fast and easy-to-use voting platform, Votaccess. This paperless service contributes to our corporate social responsibility action.

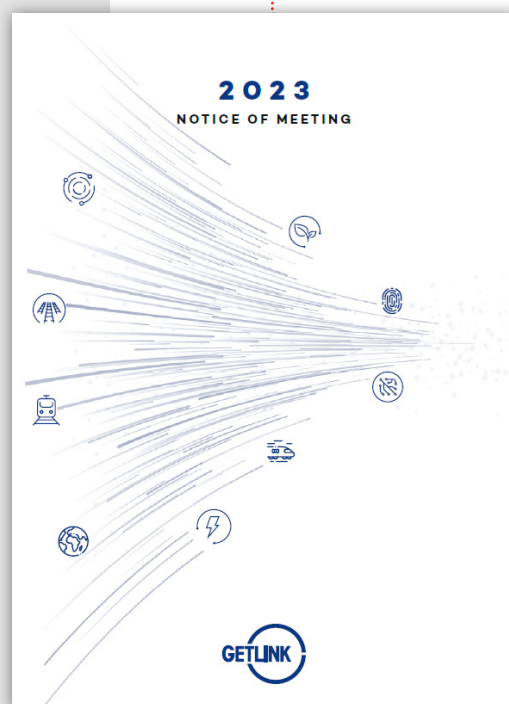
In addition, the General Meeting will be broadcast on the Company's website on the [2023 General Meeting](https://www.getlinkgroup.com) page.



## 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 authorisation to allow the Company to buy back and trade in its own shares (resolution 4);
- The special report of the statutory auditors on regulated agreements (resolution 5);
- The nomination as Directors of the Board, of Benoît de Ruffray, replacing Colette Lewiner whose term of office expires and Marie Lemarié, replacing Perrette Rey whose term of office also expires (resolutions 6 and 7);
- The approval of the remuneration of the Chief Executive Officer, Chairman, and Board members for 2022 (resolutions 8 to 10), of their remuneration policy (resolution 11) and that, in particular, of the Chief Executive Officer and of the Chairman of the Board of Directors for 2022 (resolutions 12 and 13);
- 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 14) and the allocation of shares, subject to performance condition over 3 years (share, financial, climate and CSR performances for 2025), for the benefit of executive officers and senior executives (resolution 15);
- The renewal of the existing financial authorisations (resolutions 16 to 18);
- The capital reduction by cancelling treasury shares (resolution 19);
- The delegation granted to the Board to carry out capital increase reserved to employees belonging to a Company Saving Plan (resolution 20);
- The ratification of the transfer of Getlink's registered office and approval of the corresponding update of the articles of association (resolution 21).



# 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 5 April 2023 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 2023 at 3 p.m. (CET)** to log on to the site [www.sharinbox.societegenerale.com](http://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 [2023 General Meeting](#) website page and refer to the [Notice of Meeting](#).



## Key dates to cast your vote at the General Meeting

**25 April 2023** : deadline for receipt of the voting forms by Société Générale Securities Services

**26 April 2023 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** (cf. previous page).

**Registered shareholders** can access the service at [www.sharinbox.societegenerale.com](http://www.sharinbox.societegenerale.com) by using their access code, which is required to activate the Sharinbox By SG Markets accounts. On the Sharinbox homepage, all information is available. If the account has already been activated with your email set as your login, the access code is not required and the email address is used to log in. The password to log on to the website will have been sent to shareholders when they became a client of SGSS or in recent days by post. To vote, shareholders are invited to follow the on-screen instructions in their personal space.

**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 on-screen procedure.



### Broadcast of the General Meeting

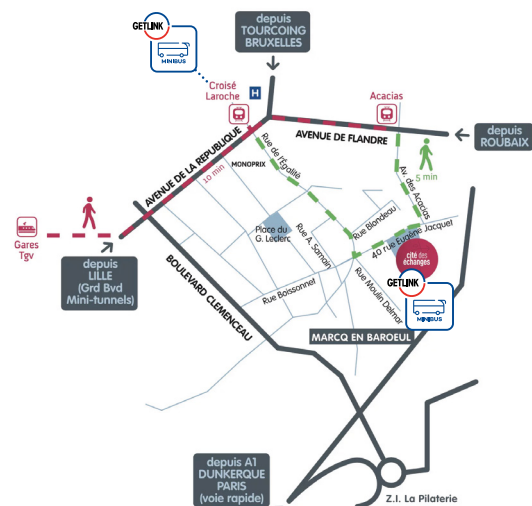
Getlink has taken all measures to make it possible for its shareholders to participate in the Meeting by watching a webcast on the [2023 General Meeting](#) page of the website [www.getlinkgroup.com](http://www.getlinkgroup.com). Information on how to access the webcast will be updated on that page.



## PRACTICAL INFORMATION FOR THE 2023 AGM

- **Thursday 27 April 2023 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: [map and timetables of the Tram network](#).

## MAP TO THE VENUE LA CITÉ DES ÉCHANGES



# 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 Benoît de Ruffray as a new director replacing Colette Lewiner.



Video presentation of Marie Lemarié as a new director replacing Perrette Rey.

## Activity of the Board of Directors in 2022

At 22 February 2023, 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 2022



**32**  
Board and Committee meetings



**> 98%**  
Attendance rate

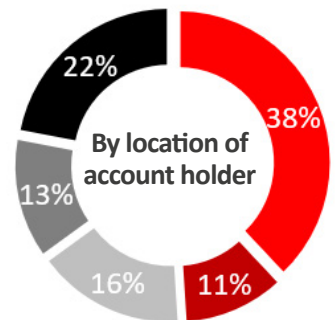


**4**  
Board Committees chaired by female Directors

## A high quality and long-term shareholding\*

### Capital breakdown

- France
- United Kingdom
- Italy
- United States
- Rest of the World



## Composition following the 2023 General Meeting



**41,66%**  
Female representation



**50%**  
Independence rate



**41,66%**  
International representation



**5 years**  
Average length of term

- Institutions  
**91,20 %**
- Individuals  
**6,10 %**
- Unidentified  
**1 %**
- Treasury  
**1,70 %**

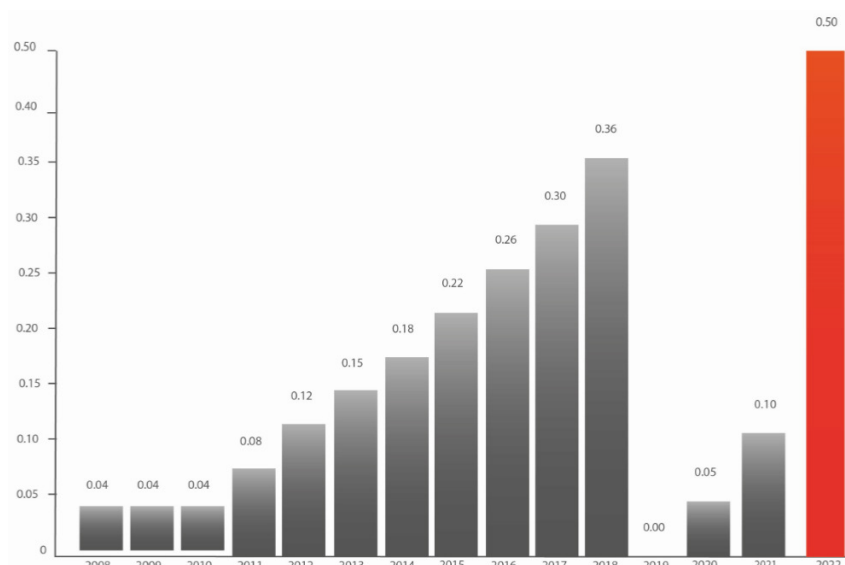


\* Source: estimation based on the January 2023 bearer identification analysis (TPI) on the registers of Société Générale Securities Services and Computershare.

## Dividend

In 2023, it is proposed to the General Meeting to vote on the strengthening of the dividend. Confident in its prospects, Getlink proposes to the General Meeting of 27 April 2023, to vote on the distribution of a dividend of €0.50 per share entitled to dividend. With this decision, Getlink confirms its commitment to shareholder return (resolution 2). This dividend represents a maximum total distribution of €275 million for the financial year 2022 to be paid in 2023.

The dividend will be detached from the ordinary share on Euronext Paris on 30 May and will be payable on 5 June 2023 on positions closed on 31 May.



### • €8.2Bn

Market capitalisation  
(at 12 April 2023)

### • GET share

listed on Euronext Paris

### • +49%

Share performance  
(1<sup>st</sup> January 2018 to 12 April 2023)

### • 2022 GPR Getlink Index:

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

## Outperformance of the GET share compared to the GPR Getlink index (1<sup>st</sup> January 2021 to 12 April 2023)



Getlink +49%

GPR index +31%

## Getlink's contact details

### dedicated to the 2023 General Meeting

**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 2023 to [PresidentGET@getlinkgroup.com](mailto: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

## 2023 CALENDAR

### 📅 20 April

Revenue and traffic figures  
for the 1<sup>st</sup> quarter of 2023

### 📅 27 April

Combined General Meeting  
of Getlink SE

### 📅 20 July

Results for the 1<sup>st</sup> half of 2023