

Getlink SE - Combined General Meeting - 27 April 2023

Number of shares represented or having voted by post (VBP), or Internet: 419 254 164 being 77,55% of shares having the voting rights

Number of voting rights of shareholders having voted: 546 236 396

Number of shareholders having voted: 5 944

Rejected votes: 79 (16 073 voting rights)

VOTE RESULTS

CAPITAL SHARES: 550 000 000

Resolution	Type	Valid for majority				Abstain	Presents & Represented		% of shares capital	State of adoption	Quorum	
		For	%	Against	%		Shares	Votes				
1	Review and approval of the statutory accounts for the year ended 31 December 2022	Ordinary	544 190 495	99,93%	362 536	0,07%	1 672 297	419 252 234	546 234 286	76,23%	Adopted	77,55%
2	Appropriation of the financial result for the year ended 31 December 2022; setting the amount of the dividend and its payment date	Ordinary	530 117 783	97,06%	16 085 102	2,94%	30 703	419 252 234	546 234 286	76,23%	Adopted	77,55%
3	Review and approval of the consolidated accounts for the year ended 31 December 2022	Ordinary	545 664 431	99,93%	360 614	0,07%	208 543	419 252 234	546 234 286	76,23%	Adopted	77,55%
4	Authorisation granted to the Board of Directors for 18 months to allow the Company to buy back and trade in its own shares	Ordinary	540 822 244	99,08%	5 009 695	0,92%	401 649	419 252 234	546 234 286	76,23%	Adopted	77,55%
5	Special report of the Statutory Auditors on regulated agreements	Ordinary	540 512 896	99,17%	4 538 463	0,83%	31 730	419 252 234	545 086 187	76,23%	Adopted	77,55%
6	Appointment of Benoît de Ruffray as a director to replace Colette Lewiner	Ordinary	530 137 672	97,14%	15 593 984	2,86%	501 932	419 252 234	546 234 286	76,23%	Adopted	77,55%
7	Appointment of Marie Lemarié as a director to replace Perrette Rey	Ordinary	527 250 854	96,61%	18 476 190	3,39%	506 544	419 252 234	546 234 286	76,23%	Adopted	77,55%
8	Approval of the information relating to the remuneration of Chief Executive Officer, Chairman and Directors paid during the financial year ended 31 December 2022 or awarded in respect of the same financial year, as referred to in I of Article L.22-10-9 of the French Commercial Code	Ordinary	541 395 708	99,12%	4 793 598	0,88%	42 649	419 252 234	546 234 286	76,23%	Adopted	77,55%
9	Approval of the elements of remuneration paid during or awarded in respect of the financial year ended 31 December 2022 to Yann Leriche, Chief Executive Officer	Ordinary	541 417 710	99,15%	4 655 995	0,85%	159 883	419 252 234	546 234 286	76,23%	Adopted	77,55%
10	Approval of the remuneration elements paid during or awarded in respect of the financial year ended 31 December 2022 to Jacques Gounon, Chairman of the Board of Directors	Ordinary	543 227 052	99,46%	2 945 465	0,54%	61 071	419 252 234	546 234 286	76,23%	Adopted	77,55%
11	Approval of the remuneration policy applicable to executive officers and directors for the 2023 financial year, pursuant to Article L. 22-10-8-II of the French Commercial Code	Ordinary	545 780 651	99,93%	375 058	0,07%	77 879	419 252 234	546 234 286	76,23%	Adopted	77,55%
12	Approval of the elements of the remuneration policy: principles and criteria for determining, distributing and allocating the fixed, variable and exceptional elements making up the total remuneration and benefits of any kind attributable to the Chief Executive Officer for the 2023 financial year	Ordinary	533 191 823	97,63%	12 925 872	2,37%	115 893	419 252 234	546 234 286	76,23%	Adopted	77,55%
13	Approval of the elements of the remuneration policy: principles and criteria for determining, distributing and allocating the elements making up the total remuneration and benefits of any kind attributable to the Chairman of the Board of Directors for the 2023 financial year	Ordinary	545 738 821	99,93%	390 667	0,07%	104 100	419 252 234	546 234 286	76,23%	Adopted	77,55%

VOTE RESULTS

CAPITAL SHARES: 550 000 000

Resolution	Type	Valid for majority				Abstain	Presents & Represented		% of shares capital	State of adoption	Quorum
		For	%	Against	%		Shares	Votes			
14 Delegation of authority to the Board of Directors granted for 12 months to make a collective allocation of free shares to all employees other than executive officers of the Company and of the companies directly or indirectly related to it, within the meaning of Article L. 225-197-2 of the French Commercial Code	Extraordinary	534 488 609	97,86%	11 707 531	2,14%	39 558	419 254 164	546 236 396	76,23%	Adopted	77,55%
15 Authorisation granted to the Board of Directors for the purpose of making free allocations of ordinary shares of the Company, either existing or to be issued, for the benefit of Group's employees and/or executive officers, with automatic waiver by the shareholders of their preferential subscription rights	Extraordinary	537 069 237	98,35%	9 010 701	1,65%	155 760	419 254 164	546 236 396	76,23%	Adopted	77,55%
16 Renewal of the delegation of authority granted to the Board of Directors for 26 months to issue ordinary shares of the Company or securities giving access to ordinary shares of the Company or companies in the Company's Group, with preferential subscription rights for shareholders (limit 40% share capital)	Extraordinary	537 377 528	98,39%	8 809 306	1,61%	48 864	419 254 164	546 236 396	76,23%	Adopted	77,55%
17 Delegation of authority granted to the Board of Directors for 26 months to issue ordinary shares or securities giving access to the capital, up to a limit of 10% of the share capital as consideration for contributions in kind relating to equity securities or securities giving access to the capital	Extraordinary	544 845 933	99,76%	1 336 292	0,24%	53 473	419 254 164	546 236 396	76,23%	Adopted	77,55%
18 Aggregate limit on authorisations to issue shares and share equivalents with or without preferential subscription rights being waived	Extraordinary	540 215 600	98,91%	5 952 896	1,09%	66 527	419 254 164	546 236 396	76,23%	Adopted	77,55%
19 Authorisation granted to the Board of Directors for 18 months to reduce the share capital by cancelling treasury shares	Extraordinary	541 229 761	99,09%	4 977 459	0,91%	28 478	419 254 164	546 236 396	76,23%	Adopted	77,55%
20 Delegation granted to the Board for 26 months to carry out capital increases with withdrawal of the shareholders' preferential rights, by the issue of ordinary shares or transferable securities granting a right to the Company's share capital reserved to employees belonging to a Company savings plan	Extraordinary	544 058 869	99,62%	2 080 900	0,38%	95 929	419 254 164	546 236 396	76,23%	Adopted	77,55%
21 Ratification of the transfer of Getlink's register office et approval of the corresponding update of the Articles of Association	Extraordinary	545 654 440	99,96%	226 937	0,04%	354 321	419 254 164	546 236 396	76,23%	Adopted	77,55%
22 Powers for the formalities	Extraordinary	546 080 125	99,98%	128 829	0,02%	26 744	419 254 164	546 236 396	76,23%	Adopted	77,55%