

## **GETLINK SE**

European company with a capital of 220 000 0000 euros  
Registered office: 37-39 rue de la Bienfaisance - 75008 Paris  
483 385 142 RCS Paris

### **DESCRIPTION OF THE SHARE BUYBACK PROGRAMME AUTHORISED BY THE GENERAL MEETING OF GETLINK SE. ON 27 APRIL 2023**

Prepared in accordance with Article 241-2 of the General Regulations of the Autorité des marchés financiers, the purpose of this description is to present the objectives and terms of the share buyback programme authorised by the General Meeting of Shareholders of GETLINK SE. (the *Company*).

#### **1. Date of meeting of shareholders having authorised the share buyback programme**

The general meeting of the Company's shareholders held on 27 April 2023 authorised the Company to purchase or cause to be purchased its own shares under the conditions set out in Articles L. 225-209 et seq. of the Commercial Code.

The Board of Directors of the Company decided on 27 April 2023 to implement this buyback programme in order to allow the continuation of the liquidity contract set up with Exane.

#### **2. Number of shares and percentage of share capital held directly or indirectly by the Company**

As at 31 December 2022, the Company held 9,183,502 shares under the current buyback programme.

#### **3. Objectives of the share buy-back programme**

Such purchases of ordinary shares may be made for any purpose permitted by law or which may become permitted by law, including, without limitation, for the following purposes

- delivery or exchange transactions upon exercise of the rights attached to securities giving entitlement by redemption, conversion, exchange, presentation of a warrant or in any other way to the allocation of ordinary shares in the Company with access to the Company's capital;
- the delivery of Company shares to eligible employees and/or corporate officers of Getlink Group companies, in the context of savings plans or any shareholding plan under French or foreign law, including under (i) a stock option plan or (ii) a free share allocation plan, or (iii) an employee shareholding operation reserved for members of a company savings plan, carried out under the conditions of Articles L. 3331-1 et seq. 3331-1 et seq. of the French Labour Code by transferring shares previously acquired by the Company under this resolution, or providing for a free allocation of such shares as a contribution in shares of the Company, in particular for the purposes of a "*Share Incentive Plan*" in the United Kingdom, or (iv) allocation of shares to employees and/or executive officers of the Company and its affiliates, in accordance with applicable laws and regulations, any other form of allocation, grant, assignment or transfer to current and former employees and officers of the Company and its Group, ;

- to stimulate the market in the Company's shares within the framework of a liquidity contract that complies with a code of ethics recognised by a Financial Markets Authority;
- the cancellation of ordinary shares of the Company pursuant to the nineteenth resolution (subject to the adoption thereof) or any other similar authorisation.

#### **4. Maximum proportion of the share capital, maximum number, maximum purchase price and characteristics of the securities that the Company proposes to acquire**

##### ***4.1 Maximum share of the share capital, maximum number of shares that the Company proposes to acquire and maximum purchase price***

The maximum proportion of the share capital authorised to be repurchased by the combined general meeting of shareholders of the Company held on 27 April 2023 is 5% of the total number of shares comprising the share capital of the Company at that time.

The maximum unit purchase price shall not exceed 24 euros, it being specified that the Board of Directors may, however, adjust the above-mentioned purchase price in the event of a transaction giving rise either to an increase in the nominal value of the ordinary shares or to the creation and free allocation of shares, as well as in the event of a division of the nominal value of the ordinary shares or a consolidation of ordinary shares, or any other transaction involving shareholders' equity, to take account of the impact of the transaction concerned on the value of the ordinary share.

€660,000,000 (corresponding to a total of 27,500,000 ordinary shares at the maximum price of €24 per share referred to above).

##### ***4.2 Characteristics of the securities that the Company proposes to acquire***

The Company's ordinary shares are listed on the Euronext Paris market under the ticker symbol "GET" and the ISIN code FR0010533075.

#### **5. Duration of the share buyback programme**

The share buy-back programme may be carried out within eighteen (18) months after the date of the ordinary general meeting of 27 April 2023, or until the date of its renewal or extension by a general meeting of shareholders if the expiry date of this period is later.

#### **6. Assessment of the previous programme**

A summary of the transactions carried out by Getlink SE in its own shares under the programme authorised by the ordinary general meeting of 27 April 2022 is set out in chapter 7 of the Universal Registration Document 2022, filed on 17 March 2023 with the financial markets authority.

### **Getlink SE 27 April 2023**