

GETLINK

Notice of meeting 2026



WELCOME TO THE COMBINED GENERAL MEETING

Wednesday 27 May 2026 – 10 a.m. (CET)

Chateaufort' le 28 George V, 28 avenue George V – 75008 PARIS

We encourage you to vote by Internet
The General Meeting will be broadcast live and recorded on the website

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Key dates

6 May 2026 at 9 a.m.

Start of online voting

26 May 2026 at 12 p.m. (CET)

at the latest

Deadline for receipt
of the voting forms by
Société Générale Securities Services

26 May 2026 at 3 p.m. (CET)

Deadline for voting by Internet

27 May 2026 at 10 a.m. (CET)

Getlink SE General Meeting
(registration starts at 9 a.m.)



www.getlinkgroup.com

Shareholders are invited to regularly
consult the section dedicated
to the 2026 General Meeting
on the Getlink website.

Agenda

Resolutions for decision by the Ordinary General Meeting

1. Review and approval of the parent company financial statements for the year ended 31 December 2025;
2. Appropriation of financial result for the year ended 31 December 2025; setting of dividend and payment date;
3. Review and approval of the consolidated financial statements for the year ended 31 December 2025;
4. Authorisation granted to the Board of Directors for a period of 18 months to allow the Company to buy back and trade in its own shares;
5. Statutory Auditors' special report on regulated agreements;
6. Renewal of the term of office of Jacques Gounon as Director;
7. Renewal of the term of office of Elisabetta de Bernardi di Valserra as Director;
8. Ratification of the co-optation of Andrea Mangoni as Director;
9. Renewal of the term of office of Andrea Mangoni as Director;
10. Renewal of the term of office of Brune Poirson as Director;
11. Renewal of the term of office of Peter Ricketts as Director;
12. Renewal of the term of office of Corinne Bach as Director;
13. Renewal of the term of office of Bertrand Badré as Director;
14. Approval of the information relating to the remuneration of the Chief Executive Officer, Chairman and Directors paid during the financial year ended 31 December 2025 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;
15. Approval of the remuneration paid during or awarded in respect of the financial year ended 31 December 2025 to Yann Leriche, Chief Executive Officer;
16. Approval of the remuneration paid during or awarded in respect of the year ended 31 December 2025 to Jacques Gounon, Chairman of the Board;
17. Approval of the remuneration policy applicable to executive officers for the 2026 financial year, pursuant to Article L. 22-10-8-II of the French Commercial Code;
18. Approval of the remuneration policy: principles and criteria for determining, allocating and granting the fixed, variable and exceptional components of the total remuneration and benefits of any kind, attributable to the Chief Executive Officer for the 2026 financial year;
19. Approval of the remuneration policy: principles and criteria for determining, allocating and granting the fixed, variable and exceptional components of the total remuneration and benefits of any kind, attributable to the Chairman of the Board for the 2026 financial year;
20. Setting of the maximum annual total amount allocated to Directors in remuneration for their directorships

Resolutions for decision by the Extraordinary General Meeting

21. Delegation of authority granted to the Board of Directors for a period of 12 months, for the purpose of making a collective free allocation of ordinary 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, entailing the automatic waiver by shareholders of their preferential subscription rights;
22. Authorisation granted to the Board of Directors for a period of 12 months to allocate free ordinary shares in the Company, whether existing or to be issued, for the benefit of Group's employees and/or executive officers, automatically waiving shareholders' preferential subscription rights;
23. Delegation of authority granted for 26 months to the Board of Directors to carry out capital increases without shareholders' preferential subscription rights by issuing ordinary shares or securities giving access to the Company's capital reserved for employees belonging to a Company savings plan;
24. Authorisation given to the Board of Directors for 18 months to reduce the share capital by cancelling treasury shares;
25. Amendments to the Articles of Association resulting from the order of 15 October 2024, relating to improving the gender balance among directors of listed companies and related measures
26. Powers for the formalities.

How to take part in the General Meeting?

Shareholders can take part in this Combined General Meeting regardless of the number of shares that they own. This right is subject to the shares being registered in the shareholder's name as at the fifth business day before the General Meeting on 20 May 2026 at 00:00 a.m. (CET). This General Meeting will be live streamed on the [getlinkgroup.com](https://www.getlinkgroup.com) website.

A. Your attendance at the General Meeting

Terms and conditions of participation

You have several options to exercise your rights as a Getlink shareholder:

- attend the General Meeting in person with your admission card;
- vote by post on the resolutions;
- be represented by the Chairman of the General Meeting;
- be represented by a proxy of your choice.

To exercise this right, shareholders have to prove ownership of their shares no later than the fifth business day preceding the Meeting namely on 20 May 2026 at 00:00 a.m. (CET) under the conditions set out in Article R. 22-10-28 of the French Commercial Code:

- for registered shareholders, by the registration of their shares in the Company's share register;
- for bearer shareholders, by sending to the central agent of this General Meeting, Société Générale – Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03, France, a certificate of ownership of their shares issued by the authorised intermediary holding their accounts.

To participate and vote, please consult the instructions below and use the internet as much as possible, a practical, fast, secure and eco-responsible solution.

Shareholders may obtain, on request, confirmation that their vote has been recorded and taken into account by the Company, unless this information is already available to them. Any request from a shareholder to this effect must be made within three months following the General Meeting (accompanied by supporting documents of the identity of the shareholder).

Change in the method of taking part

It is specified that any shareholder who has already cast a postal vote, sent a proxy form or a certificate of participation under legal conditions can no longer choose another method of participation.

Sale of shares

It is specified that any shareholder having already cast a vote may dispose of all or part of his shares at any time. However, if the transfer is completed before 20 May 2026 at 00:00 a.m. (CET) (Paris time), the Company invalidates or modifies accordingly, as the case may be, the vote expressed remotely, the power of attorney, or the certificate of participation.



Shareholders wishing to attend the Meeting are invited to make their request as soon as possible to receive the admission card in good time and to arrive in advance on the day of the General Meeting. Failing that, their access to the room with the possibility of voting cannot be guaranteed.

B. How to take part and vote?

→ Internet voting will be open from 06 May 2026 at 9:00 a.m. to 26 May 2026 at 3 p.m. (CET).

BY INTERNET

Registered shareholder

Log in to the website <https://sharinbox.societegenerale.com> open from 06 May 2026 at 9:00 a.m. until 26 May 2026 at 3 p.m. (CET), using the access code required to activate the SharinboxBySGMarkets account. If you have not done so, you will need to activate your account to benefit from the new authentication version.

If you have already activated your account with your email address set as your login, the access code is not required the email address you will use to log in.

Your password has been sent to you by post at the opening of your registered account with Société Générale. If you lose or forget your password, a new one can be obtained via the authentication page on the website.

On the home page, in your personal area, to access the voting site, click on the "Reply" button in the "General Meetings" box and then "Participate".

Bearer shareholder

Log in using your usual login and password to the Internet portal of your securities account holder to access the Votaccess website and follow the procedure shown on the screen.

Whatever your type of holding, you can choose to:

- vote on resolutions remotely by Internet;
- give your proxy to the Chairman or to a proxy of your choice;
- for shareholder wishing to attend the General Meeting in person, download your e-admission card or ask to receive your admission card by post to attend the General Meeting.

Some advice:

- To avoid overloading the dedicated secure website, don't wait until the day before the Meeting to vote.
- If you vote by Internet, do not return the postal voting form.

BY POST WITH THE REGISTRATION FORM

You will be attending the General Meeting in person

If you are a registered shareholder

- Black out the box on the participation form attached to the convocation. Date and sign in the "Date and signature" box. Return it using the enclosed prepaid envelope. You will receive your admission card by post⁽¹⁾.

If you are a bearer shareholder

- Contact your bank or broker, indicating that you wish to attend the General Meeting and requesting a certificate to prove your status as a shareholder;
- The securities account holder will send it to SGSS;
- You will receive your admission card by post⁽¹⁾.

Shareholders wishing to attend the Meeting must comply with the admission requirements (see section A above).

You will not be attending the General Meeting in person

Whatever your type of holding, you can choose one of the following three options by ticking one of the boxes on the form:

- **vote by post**: tick the "I vote by post" **1** and vote by following the instructions;
- **give proxy to the Chairman of the Meeting**: tick the box "I give proxy to the Chairman of the General Meeting" **2**. In this case, your vote will be the same as the Chairman's vote on the draft resolutions presented;
- **give proxy to any other person**: tick the box "I give proxy to" **3** and designate the person who will attend the Meeting.

Some advice to attend the General Meeting in person:

- any request for an admission card by mail must be received by SGSS no later than 26 May 2026 (CET);
- on the day of the Meeting, shareholders are invited to arrive earlier than the time set for the start of the General Meeting. After this time, it cannot be guaranteed that they will be granted entry to the Meeting room with the possibility of voting. Time constraints for participation in voting during the session will be applied. Thus, registration may be closed one hour before the vote on the resolutions;
- a shareholder may not attend the Meeting in person and vote for a part of his shares while at the same time appointing a proxy to vote for the remainder of his shares; a shareholder who attends the Meeting in person may not use any other voting method than voting himself for all his shares.

(1) For bearer shareholders, if you have not received your admission card on 20 May 2026 at midnight (CET), you will need to request a certificate of participation from the intermediary holding your account. Registered shareholders may attend the General Meeting with proof of identity.

For this form to be valid, it must:

- be completed, dated and signed in the “date and signature” box;
- be received by **Société Générale Securities Services** before 26 May 2026 at 12 p.m. (CET). (Do not return the form to Getlink.)

You wish to attend the Meeting:

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this, date and sign at the bottom of the form

JE DÉSIRE ASSISTER À CETTE ASSEMBLÉE et demande une carte d'admission : dater et signer au bas du formulaire / I WISH TO ATTEND THE SHAREHOLDER'S MEETING and request an admission card: date and sign at the bottom of the form

GETLINK

GETLINK SE
 Société européenne au capital de 220 000 000 euros
 37-39, rue de la Bienfaisance - 75008 Paris
 483 385 142 RCS Paris

Décret n° 2026-94 du 13 février 2026 : retrouvez la documentation sur le site
<https://www.getlinkgroup.com/actionnaires-et-investisseurs/assemblee-generale/>

Assemblée Générale Ordinaire et Extraordinaire
27 mai 2026 à 10h00 (CET)

Ordinary and Extraordinary General Meeting
27 May, 2026 at 10:00 a.m. (CET)

Châteaufurm' le 28 George V
28 Avenue George V - 75008 Paris

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account

Nombre d'actions / Number of shares

Nominatif Registered / Porteur Bearer

Vote simple Single vote / Vote double Double vote

Nombre de voix - Number of voting rights

1

JE VOTE PAR CORRESPONDANCE / I VOTE BY POST
 Cf. au verso (2) - See reverse (2)

Je vote **OUI** à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en notifiant comme ceci ■ l'une des cases "Non" ou "Abstention". / I vote **YES** all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote "No" or "I abstain".

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												Z	

Si les amendements ou des résolutions nouvelles étaient présentés en assemblée, je vote **NON** sauf si je signale un autre choix en notifiant la case correspondante.
 In case amendments or new resolutions are proposed during the meeting, I vote **NO** unless I indicate another choice by shading the corresponding box.

- Je donne pouvoir au Président de l'Assemblée Générale / I appoint the Chairman of the general meeting.

- Je m'abstiens / I abstain from voting.

- Je donne procuration [cf. au verso renvoi (4)] à M. ou Mme, Raison Sociale pour voter en mon nom

- J'appoint [see reverse (4)] Mr or Mrs, Corporate Name to vote on my behalf.

Pour être pris en considération, tout formulaire doit parvenir au plus tard :
 To be considered, this completed form must be returned no later than:

à la banque / to the bank sur 1^{ère} convocation / on 1st notification sur 2^{ème} convocation / on 2nd notification

26 mai 2026, 12h00 / May 26, 2026 12:00 pm

Date & Signature

2

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
 Cf. au verso (3)

I HEREBY GIVE PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
 See reverse (3)

3

JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée / **I HEREBY APPOINT:** See reverse (4) to represent me at the above mentioned Meeting

M. ou Mme, Raison Sociale / Mr or Mrs, Corporate Name

Adresse / Address

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, the present instructions must be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1)
 Surname, first name, address of the shareholder (changes regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

Check your details

Date and sign

To participate in this General Meeting:

1

You wish to vote by poste

- a) Shade in this box
- b) and if you wish to vote "No" or "Abstain" for one or more resolutions, shade in the corresponding box (No or Abstain) for the resolution(s) concerned.

Please note: if you do not shade in a box, the "Yes" vote will be counted by default.

OR :

2

You wish to appoint the chairman of the Meeting as your proxy

Shade in this box.

OR :

3

You wish to appoint a proxy

Shade in this box and insert details of your proxy.

APPOINTMENT AND REVOCATION OF PROXY FOR THE MEETING

In accordance with the provisions of Article R. 22-10-24 of the French Commercial Code, the notification of the appointment or revocation of a proxy may first be made by post in the same manner as required for appointment and must be sent to Société Générale's General Meetings. Appointments or revocations of proxies made by post or electronically must be recorded in advance in order to be admissible, at least two (2) days before the date of the Meeting, i.e. by 12 p.m. on 26 May 2026 at the latest (25 May is Whit Monday) by post or by 3 p.m. on 26 May 2026 electronically (Votaccess).

By Internet

For pure or administered registered shareholders:

Log in to the Website: <https://sharinbox.societegenerale.com> with the usual login and password. On the home page, in your personal area, to access the voting site, click on the "Reply" button in the "General Meetings" box and then "Participate". Finally, click on "Appoint or revoke a mandate" on the Votaccess voting site. If you lose or forget your username and/or password, please follow the instructions on the screen.

For bearer shareholders:

The bearer shareholder must obtain information from the intermediary who manages their securities account, which will inform them of the voting procedures to be followed. The instructions must contain the following information: name of the Company, surname, first name, address, bank references of the principal, as well as the surname, the first name and, if possible, address of the proxy. The shareholder must ask the authorised intermediary to send written confirmation to Société Générale – Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03 France.

In order for the conclusions or revocations of mandates notified by electronic means to be validly taken into account, the confirmations must be received no later than 3 p.m. (CET) on the eve of the Meeting, i.e. 26 May 2026 at 3:00 p.m.

By Post

The shareholder must send to Société Générale's General Meetings a mail indicating the name of the Company Getlink SE and the date of the meeting, the name, the first name, address and registered account (or bank references if the shareholder is a bearer shareholder) of the mandator, if applicable, as well as the name, first name and, if possible, the address of the proxy.

If the shareholder is a bearer shareholder, he must also ask his financial intermediary who manages his account to send written confirmation to the General Meetings Department of Société Générale's General Meetings – Assemblées Générales – 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03 France.

The shareholder may revoke his proxy, it being specified that the revocation must be made in writing and according to the procedures specified above. To appoint a new proxy after revocation, the shareholder must ask to Société Générale (if he is a registered shareholder) or his/her authorised intermediary (if he/she is a bearer shareholder) to send him/her a new proxy voting form, which he/she must return, marked "Change of proxy" to Société Générale – Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03 France.

Nominations or revocations of mandates by post must be received no later than 12 p.m. on 26 May 2026 at the latest.

Written questions and consultation of documents made available to shareholders:

In accordance with Article R. 225-84 of the French Commercial Code, any shareholder may submit written questions to the Chairman of the Board of Directors. These questions must be sent to the Company's registered office, by registered letter with acknowledgement of receipt or by electronic communication to the following address: PresidentGET@getlinkgroup.com, no later than the end of the fourth business day preceding the date of the General Meeting, i.e. 20 May 2026 (midnight) in order to be taken into account. They must be accompanied by a certificate of account registration dated 20 May 2026.

In accordance with the applicable legal and regulatory provisions, all documents that must be made available to shareholders in connection with General Meetings will be available at the Company's registered office at 37-39, rue de la Bienfaisance, 75008 Paris, France, within the legal time limits and taking account applicable at the time in question, and, in the case of the documents provided for in Article R. 22-10-23 of the French Commercial Code, on the Company's website at the following address www.getlinkgroup.com from the twenty-first day prior to the Meeting, i.e. Wednesday 6 May 2026.

Presentation of the proposed resolutions

Resolutions for decision by the Ordinary General Meeting



The purpose of the **first resolution** is to approve the statutory financial statements of Getlink SE for the year ended 31 December 2025, showing a profit of €435,323,045.34.

In section 2.2.2 of the 2025 Universal Registration Document, you will find the parent company financial statements for the year ended 31 December 2025 and the Statutory Auditors' reports thereon.

Resolution 1

Review and approval of the parent company statutory financial statements for the year ended 31 December 2025

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the reports of the Board of Directors and the Statutory Auditors, approves the Company's annual financial statements for the year ended 31 December 2025, as presented,

which show a profit of €435,323,045.34, as well as the transactions reflected in these financial statements and summarised in these reports, including the non-deductible expenses (Article 39-4 of the General Tax Code) mentioned in the management report (€37,099.45).



The purpose of the **second resolution** is to approve the Board of Directors' proposal to appropriate the company's profit and to distribute a dividend of €440,000,000, i.e. for each of the 550,000,000 ordinary shares making up the share capital and entitled to dividends (excluding treasury shares), a dividend of €0.80. The total amount of the distribution would be deducted from the following items:

- Distributable profit: €435,323,045.34;
- Other reserves "NRS Redemption*": €4,676,954.66.

Lastly, we would like to point out that the table required by Article R. 225-102 of the French Commercial Code on the company's financial results over the last five financial years is included in section 2.4.1 of the 2025 Universal Registration Document and page 47 of this brochure.

Resolution 2

Appropriation of result for the year ended 31 December 2025; setting of the dividend and its payment date

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings,

- after having noted:
 - that the Company's statutory accounts for the financial statements for the year ended 31 December 2025, as approved in the first resolution of this General Meeting, show a profit of €435,323,045.34,
 - that the legal reserve is fully funded, and
 - taking into account profit carried forward equal to zero, that the distributable profit is €435,323,045.34;
- resolves, on the proposal of the Board, to distribute a dividend of €440,000,000, i.e. a dividend of €0.80 for each of the 550,000,000 ordinary shares making up the share capital (excluding treasury shares) entitled to dividends;
- resolves to deduct the proposed €440,000,000 as a priority from distributable profit (i.e. €435,323,045.34) and the balance of €4,676,954.66 from Other reserves "NRS Redemption".

As a result, the "Profit carried forward" account would be reduced to €0 and the "Other reserves - NRS redemption reserve" account would be reduced from €316,746,858.92 to €312,069,904.26.

The aggregate distribution of €440,000,000 has been determined on the basis of the 550,000,000 shares making up the share capital at 25 February 2026; it will be reduced by the treasury shares held by the Company on the dividend payment date.

The General Meeting therefore resolves, on the recommendation of the Board, to appropriate the profit for the year ended 31 December 2025 as follows:

<i>(in euros)</i>	
Profit carried forward at 31 December 2025	-/-
Profit for the 2025 financial year	435,323,045.34
Distributable profit	435,323,045.34
Dividend for the 2025 financial year⁽¹⁾	440,000,000.00
Profit carried forward	-/-
Legal reserve	22,422,885.16
Other reserves "NRS redemption" carried forward*	312,069,904.26

⁽¹⁾ Based on the number of shares making up the share capital at 25 February 2026, i.e. 550,000,000 ordinary shares.

The dividend will be detached from the share on the Euronext Paris market on 2 June 2026 and will be payable in cash on 5 June 2026 on the basis of positions closed on the evening of 3 June 2026.

Dividends received by an individual domiciled in France for tax purposes are taxed under a single flat-rate withholding tax (PFU), comprising income tax at a single flat rate of 12.8% and social security contributions of 18.6%, giving an overall tax rate of 31.4%.

* As part of the financial restructuring in 2007, part of the debt was converted into bonds redeemable in shares (NRS) issued by an English company in the Group (EGP) and redeemable in shares of the French parent company (Getlink SE). The nominal value of the bonds was higher than the nominal value of GET shares. The amounts corresponding to the difference between the total nominal amount of the NRS redeemed and the total nominal value of the Getlink ordinary shares issued in this connection were recorded in the "NRS redemption reserve". The NRS have been redeemed in full; EGP has been absorbed by Getlink. The reserve is freely distributable.

This flat-rate taxation applies automatically, except where there is an express, comprehensive and irrevocable option for all income, net gains and receivables falling within the scope of the PFU to be subject to income tax on a progressive scale. If this option is chosen, the dividend is eligible for the 40% allowance provided for in Article 158-3-2° of the French General Tax Code; the dividend is also subject to social security deductions at the overall rate of 18.6%.

The following table shows the amount of dividends distributed in respect of the previous three financial years, the amount of revenue distributed in respect of the same financial years that is eligible for the 40% allowance, and the revenue that is not eligible for this allowance:

Exercise	Amount appropriated for distribution (in euros) ^(a)	Number of shares concerned ^(b)	Dividend per share (in euros)
2022			
Dividend	275,000,000	550,000,000	0.50
2023			
Dividend	302,500,000	550,000,000	0.55
2024			
Dividend	319,000,000	550,000,000	0.58

(a) Theoretical values.

(b) Number of shares based on historical data: the adjustment results from the existence of treasury shares.

– 2022 Financial year: €270,507,984 for 541,015,968 shares.

– 2023 Financial year: €297,732,782 for 541,332,782 shares.

– 2024 Financial year: €314,413,863.44 for 542,092,868 shares.



The purpose of the **third resolution** is to approve the Group's consolidated financial statements for the year ended 2025, showing a profit of €319,867,964.37.

Section 2.2.1 of the 2025 Universal Registration Document contains the consolidated financial statements for the year ended 31 December 2025 and the Statutory Auditors' report thereon.

Resolution 3

Review and approval of the consolidated financial statements for the year ended 31 December 2025

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the reports of the Board of Directors and the Statutory Auditors, approves the Group's consolidated financial statements for the year ended 31 December 2025, as presented, which show a profit of €319,867,964.37, together with the transactions reflected in these financial statements and summarised in these reports.



The purpose of the **fourth resolution** is to renew the annual authorisation granted to the Board of Directors by the General Meeting to trade in Getlink SE shares.

The main features of the authorisation requested are as follows:

- maximum number of shares that may be acquired: 5% of the total number of shares comprising the Company's share capital at the date of this General Meeting;
- maximum purchase price per share: €24, subject to adjustment in the event of a transaction affecting the Company's share capital or shareholders' equity.

The objectives of the share buyback programme are detailed in the text of the resolution and in the programme description available on the website.

The implementation of the share buyback programme during the 2025 financial year is described in section 7.3 of the 2025 Universal Registration Document. These transactions may be carried out at any time, except during a public offer for the Company's shares, in accordance with the rules issued by the *Autorité des Marchés Financiers*. Shares may be bought back for the duration of this new authorisation, i.e. for a period of 18 months from the date of this General Meeting, ending on 27 November 2027. This authorisation will replace that granted by the fourth resolution of the Combined General Meeting of 14 May 2025 and will cancel the unused portion of that authorisation.

Resolution 4

Authorisation granted to the Board for 18 months to allow the Company to buy back and trade in its own shares

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, authorises the Board of Directors, with powers to subdelegate, in accordance with the provisions of Articles L. 22-10-62 *et seq.* of the French Commercial Code, European Regulation (EU) No. 596/2014 of 16 April 2014 on market abuse and the General Regulation of the *Autorité des Marchés Financiers* (AMF), to buy or sell shares in the Company under the conditions and within the limits provided for by law, and to this end:

1. authorises the Company's Board of Directors, for a period of eighteen months from the date of this General Meeting, to purchase or arrange for the purchase of the Company's ordinary shares on the following terms:

- the number of shares purchased under this resolution may not represent more than 5% of the Company's share capital as at the date of this General Meeting (it being specified that when shares are purchased to improve liquidity under a liquidity contract in accordance with the conditions set out below, the number of shares taken into account for the calculation of this 5% limit corresponds to the number of shares purchased less the number of shares resold during the term of this resolution),
- the maximum unit purchase price may not exceed €24, it being specified that the Board may adjust the above purchase price in the event of a transaction giving rise either to an increase in the par value of the ordinary shares or to the creation and free allocation of shares, or in the event of a split in the par value of the ordinary shares or a reverse split of ordinary shares, or any other transaction affecting shareholders' equity, to take account of the impact of the transaction concerned on the value of the ordinary shares,

- the maximum amount of funds available for the purchase of ordinary shares under this resolution may not, on the basis of the number of shares in issue at 25 February 2026, exceed €660,000,000 (corresponding to a total of 27,500,000 ordinary shares at the maximum price of €24 per share referred to above),
 - purchases of ordinary shares made by the Company under this authorisation may under no circumstances result in the Company holding, directly or indirectly, more than 5% of the shares comprising the share capital,
 - these ordinary shares may be acquired or sold at any time, excluding periods of public offers for the Company's shares, under the conditions and within the limits, in particular as regards volumes and prices, laid down by the laws in force on the date of the transactions in question, by any means, including on the market or over-the-counter, including by means of block trades, by using derivative financial instruments traded on a regulated or over-the-counter market, under the conditions laid down by the market authorities and at the times the Board of Directors or the person acting on the Board's delegation shall decide,
 - the ordinary shares bought back and kept by the Company will be deprived of voting rights and will not give right to the payment of the dividend;
2. resolves that these purchases of ordinary shares may be made for any purpose permitted by law or which may in the future be permitted by law, and in particular for:
- the delivery of Company shares to eligible employees and/or executive officers of Getlink Group companies, under savings plans or any other share ownership plan governed by French or foreign law, including (i) stock option plan or (ii) a free share allocation plan, or (iii) employee share ownership plans reserved for members of a company savings plan, carried out under the terms of Articles L. 3331-1 *et seq.* of the French Labour Code through the sale of shares previously acquired by the Company under this resolution, or providing for the free allocation of such shares as part of a matching contribution in Company shares, in particular for the purposes of a "Share Incentive Plan" in the United Kingdom, or (iv) the allocation of shares to employees and/or corporate officers of the Company and its affiliates, in accordance with applicable laws and regulations, or any other form of allocation, assignment or transfer to current or former employees and corporate officers of the Company and its Group,
 - delivery or exchange transactions upon exercise of 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,
 - ensuring market liquidity within the framework of a liquidity contract that complies with a code of ethics recognised by the *Autorité des marchés financiers*,
 - retention and subsequent remittance, either as payment in connection with external growth transactions, or in exchange in connection with mergers, demergers or asset-for-share exchanges, up to a limit of 5% of the share capital,
 - cancelling all or some of the Company shares bought back in this way, under the conditions set out in Article L. 22-10-62 of the French Commercial Code and pursuant to the twenty-fourth resolution (subject to its adoption) or any other similar authorisation,
 - implementing any market practice that may be permitted by the *Autorité des marchés financiers* and, more generally, to carry out any other transaction that complies with the regulations in force;
3. grants full powers to the Board, with powers to subdelegate within the law, to implement this share buyback programme, to determine the terms and conditions, to make any adjustments required as a result of transactions affecting the Company's share capital or shareholders' equity, to place any stock market orders and to enter into any agreements, in particular for the keeping of registers of purchases and sales of shares, to draw up and amend all documents, in particular information documents, to carry out all formalities, including allocating or reallocating the ordinary shares acquired for the various purposes, and to make all declarations to the *Autorité des marchés financiers* and all other bodies and, in general, to do all that is necessary;
4. notes that the Board will inform the General Meeting each year of the transactions carried out under this resolution, in accordance with the legal and regulatory provisions in force at the time;
5. resolves that the Board may sub-delegate the powers required to carry out the transactions provided for in this resolution, in accordance with the applicable laws and regulations;
6. formally notes that this resolution cancels and replaces the authorisation granted by the fourth resolution of the Ordinary General Meeting of 14 May 2025. It is granted for a period of eighteen months from the date of this General Meeting.



The purpose of the **fifth resolution** is the Statutory Auditors' special report on agreements governed by Articles L. 225-38 *et seq.* of the French Commercial Code entered into during the previous financial year. No new regulated agreement was concluded during the 2025 financial year.

Resolution 5

Statutory Auditors' special report on regulated agreements

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the Statutory Auditors' special report on the agreement referred to in Articles L. 225-38 *et seq.* of the French Commercial Code, approves the said report.



The purpose of the **sixth resolution** is to reappoint Jacques Gounon, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a further term of four years, until the end of the 2030 General Meeting called to approve the financial statements for the year ended 31 December 2029.

Jacques Gounon is also Chairman of the Board of Getlink SE.

For more details, please refer to page 21 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 6

Renewal of the term of office of Jacques Gounon as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Jacques Gounon's term of office expires at the close of this General Meeting, resolves to renew Jacques Gounon's term of office for a further four years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2029.



The purpose of the **seventh resolution** is to reappoint Elisabetta de Bernardi di Valserra, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a further term of four years, until the end of the 2030 General Meeting called to approve the financial statements for the year ended 31 December 2029.

Elisabetta de Bernardi di Valserra has been a Director of Getlink since 18 April 2018.

For more details, please refer to page 22 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 7

Renewal of the term of office of Elisabetta de Bernardi di Valserra as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Elisabetta de Bernardi di Valserra's term of office expires at the close of this General Meeting, resolves to renew Elisabetta de Bernardi di Valserra's term of office for a further four years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2029.



The purpose of the **eighth resolution** is to ratify the co-optation, on 23 July 2025, of Andrea Mangoni as Director to replace Jean Mouton, who resigned, for the remainder of his term of office, which expires at the close of this General Meeting.

For more details, please refer to page 23 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 8

Ratification of the co-optation of Andrea Mangoni as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, notes that, in accordance with Article L. 225-24 of the French Commercial Code, the Board of Directors, at its meeting of 23 July 2025, co-opted Andrea Mangoni to replace Jean Mouton, who resigned, for the remainder of his term of office. In accordance with the applicable provisions set forth by the law and the Articles of Association, the General Meeting ratified the co-optation of Andrea Mangoni as Director, and noted that her term of office will expire at the close of this General Meeting.



The purpose of the **ninth resolution** is to reappoint Andrea Mangoni, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a term of four years, until the end of the 2030 General Meeting called to approve the financial statements for the year ended 31 December 2029.

This renewal would follow the ratification of the co-optation provided for in resolution 8 of this General Meeting.

For more details, please refer to page 23 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 9

Renewal of the term of office of Andrea Mangoni as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Andrea Mangoni's term of office expires at the close of this General Meeting, resolves to renew Andrea Mangoni's term of office for a further four years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2029.



The purpose of the **tenth resolution** is to reappoint Brune Poirson, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a further term of four years, until the end of the 2030 General Meeting called to approve the financial statements for the year ended 31 December 2029.

Brune Poirson has been a Director of Getlink since 27 April 2022.

For more details, please refer to page 26 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 10

Renewal of the term of office of Brune Poirson as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Brune Poirson's term of office expires at the close of this General Meeting, resolves to renew Brune Poirson's term of office for a further four years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2029.



The purpose of the **eleventh resolution** is to reappoint Peter Ricketts, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a further term of four years, until the end of the 2030 General Meeting called to approve the financial statements for the year ended 31 December 2029.

Peter Ricketts has been a Director of Getlink since 27 April 2022. He is also Chair of the Nomination and Remuneration Committee.

For more details, please refer to page 27 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 11

Renewal of the term of office of Peter Ricketts as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Peter Ricketts' term of office expires at the close of this General Meeting, resolves to renew Peter Ricketts' term of office for a further four years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2029.



The purpose of the **twelfth resolution** is to reappoint Corinne Bach, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a further term of two years, until the end of the 2028 General Meeting called to approve the financial statements for the year ended 31 December 2027.

Corinne Bach has been a Director of Getlink since 20 December 2016 and will cease to be an independent director in 2028. Corinne Bach chairs Getlink SE's Ethics and CSR Committee.

For more details, please refer to page 24 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 12

Renewal of the term of office of Corinne Bach as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Corinne Bach's term of office expires at the close of this General Meeting, resolves to renew Corinne Bach's term of office for a further two years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2027.



The purpose of the **thirteenth resolution** is to reappoint Bertrand Badré, whose term of office expires at the close of this General Meeting, as a Director. This appointment would be renewed for a further term of three years, until the end of the 2029 General Meeting called to approve the financial statements for the year ended 31 December 2028.

Bertrand Badré has been a Director of Getlink since 18 December 2017 and will cease to be an independent director in 2029. Bertrand Badré is also Senior Independent Director of Getlink SE.

For more details, please refer to page 25 of this brochure, where you will find a fact sheet describing the skills and expertise of each individual.

Resolution 13

Renewal of the term of office of Bertrand Badré as Director

The General Meeting, acting in accordance with the quorum and majority conditions applicable to ordinary general meetings and having considered the report of the Board of Directors, and having noted that Bertrand Badré's term of office expires at the close of this General Meeting, resolves to renew Bertrand Badré's term of office for a further three years, to expire at the close of the General Meeting called to approve the financial statements for the year ending 31 December 2028.



Remuneration of the Chairman, Chief Executive Officer and Directors

The policy governing the remuneration of Directors, Chairman and Chief executive officer is set out in detail in the 2025 Universal Registration Document (chapter 5 “Board and senior management remuneration”).

Ex-post vote

It provides for an *ex-post* vote in respect of the past financial year (ended 31 December 2025):

- a “**global**” *ex-post* vote on the information relating to the remuneration **of the CEO, Chairman and Directors, paid during the financial year ended 31 December 2025 or allocated in respect of the same financial year**, as referred to in Article L. 22-10-9 of the French Commercial Code and presented in the report of the Board of Directors included in the 2025 Universal Registration Document (details on page 30 & seq. of this brochure).

The **fourteenth resolution** proposes that this information be approved;

- an “**individual**” *ex-post* vote on the fixed, variable and exceptional items making up the total remuneration and benefits of any kind paid during or awarded, respectively to the **Chief Executive Officer**, in respect of the 2025 financial year (**fifteenth resolution**) and to the **Chairman**, in respect of the 2025 financial year (**sixteenth resolution**) presented in the report on corporate governance included in the 2025 Universal Registration Document of Getlink SE.

It should be noted that the variable remuneration awarded to the Chief Executive Officer in respect of the previous financial year, the payment of which is subject to approval by an Ordinary General Meeting, may only be paid after approval of the said variable remuneration by this General Meeting.

It should be noted that the remuneration items put to the *ex-post* vote comply with the rules and principles adopted to determine the remuneration and benefits of all kinds for the Chief Executive Officer and the Chairman for the 2025 financial year and approved by the General Meeting of 14 May 2025 with a large majority of 97.83% and 99.84% respectively of the votes cast.

Ex-ante vote

In accordance with Article L. 22-10-8-II of the French Commercial Code, the General Meeting is asked to approve the remuneration policies for the Chairman of the Board of Directors, the Chief Executive Officer and the members of the Board of Directors for the 2026 financial year (details on page 37 & seq. of this brochure.).

The purpose of the **seventeenth resolution** is to enable the General Meeting to decide on the remuneration policy applicable to the Directors for the 2026 financial year, pursuant to Article L. 22-10-8-II of the French Commercial Code.

The purpose of the **eighteenth and nineteenth resolutions** is to enable the General Meeting to decide on the components of the 2026 remuneration policy attributable to Yann Leriche, Chief Executive Officer, and Jacques Gounon, Chairman of the Board.

The purpose of the **twentieth resolution** is to set the maximum annual total amount allocated to Directors, from 2026, in remuneration for their directorships.

Resolution 14

Approval of information relating to the remuneration paid to the Chief Executive Officer, Chairman and Directors during the financial year ended 31 December 2025 or awarded in respect of the same year, as referred to in Article L. 22-10-9 of the French Commercial Code

The General Meeting, under the conditions as to quorum and majority required for ordinary general meetings, having considered the report on corporate governance drawn up pursuant to Article L. 22-10-9 of the French Commercial Code, approves, pursuant to Article L. 22-10-34-I of the French Commercial Code, the information relating to the remuneration applicable to the Chief Executive Officer, Chairman and Directors, paid during the financial year ended 31 December 2025 or granted in respect of the same financial year, mentioned in Article L. 22-10-9-I of the same Code, as this information is presented in the report included in Getlink SE’s 2025 Universal Registration Document and recalled in the notice of meeting brochure.

Resolution 15

Approval of the remuneration paid during or awarded in respect of the financial year ended 31 December 2025 to Yann Leriche, Chief Executive Officer

The General Meeting, under the conditions as to quorum and majority required for ordinary general meetings, and having considered the report on corporate governance drawn up pursuant to Article L. 22-10-9 of the French Commercial Code, approves, pursuant to Article L. 22-10-34-II of the French Commercial Code, the fixed and variable components of the total remuneration and benefits of any kind paid during the financial year ended 31 December 2025 or awarded in respect of the same financial year to Yann Leriche, Chief Executive Officer, as presented in the report included in Getlink SE’s 2025 Universal Registration Document and set out in the notice of meeting brochure.

Resolution 16

Approval of the remuneration paid during or awarded in respect of the year ended 31 December 2025 to Jacques Gounon, Chairman of the Board

The General Meeting, under the conditions as to quorum and majority required for ordinary general meetings, and having considered the report on corporate governance drawn up pursuant to Article L. 22-10-9 of the French Commercial Code, approves, pursuant to Article L. 22-10-34-II of the French Commercial Code, the components of the total remuneration and benefits in kind paid during the financial year ended 31 December 2025 or awarded in respect of the same financial year to Jacques Gounon, Chairman, as presented in the report included in the Getlink SE 2025 Universal Registration Document and set out in the notice of meeting brochure.

Resolution 17

Approval of the remuneration policy applicable to Chief Executive Officer, Chairman and Directors for the 2026 financial year, pursuant to Article L. 22-10-8-II of the French Commercial Code

The General Meeting, under the conditions as to quorum and majority required for ordinary general meetings, having considered the report on corporate governance, approves, pursuant to Article L. 22-10-8-II of the French Commercial Code, the remuneration policy applicable to the Chief Executive Officer, Chairman and Directors in respect of 2026, as presented in the report on corporate governance, set out in Getlink SE’s 2025 Universal Registration Document and referred to in the convening notice.

Resolution 18**Approval of the components of the 2026 remuneration policy: principles and criteria for determining, allocating and granting the fixed, variable and exceptional components of the total remuneration and benefits of any kind, attributable to Yann Leriche, the Chief Executive Officer**

The General Meeting, voting under the quorum and majority conditions required for ordinary general meetings, having consulted the report on corporate governance, in accordance with Article L. 22-10-8-II of the French Commercial Code, approves the principles and criteria for determining, allocating and granting the fixed, variable and exceptional components of the total remuneration and benefits of any kind to be awarded in respect of 2026 to the Chief Executive Officer by virtue of his office, as presented in the report, set out in Getlink SE's 2025 Universal Registration Document and recalled in the notice of meeting brochure.

Resolution 19**Approval of the components of the 2026 remuneration policy: principles and criteria for determining, allocating and granting the components of the total remuneration and benefits of any kind, attributable to Jacques Gounon, the Chairman of the Board**

The General Meeting, voting under the quorum and majority conditions required for ordinary general meetings, having consulted the report on corporate governance, in accordance with Article L. 22-10-8-II of the French Commercial Code, approves the principles and criteria for determining, allocating and granting the components of the total remuneration and benefits of any kind, attributable in respect of 2026 to the Chairman of the Board of Directors by virtue of his office, as presented in the report included in the Getlink SE 2025 Universal Registration Document and set out in the notice of meeting brochure.

Resolution 20**Setting of the maximum annual total amount allocated to Directors in remuneration for their directorships**

The General Meeting, acting in accordance with the quorum and majority applicable to ordinary general meetings and having considered the report of the Board of Directors, resolves to set the maximum annual total amount allocated to Directors, in remuneration for their directorships, at €1,250,000 for the current financial year and for each subsequent financial year until such time that a new amount is set.

Resolutions for decision by the Extraordinary General Meeting

The purpose of the **twenty-first, twenty-second and twenty-third resolutions** is to renew the existing financial authorisations as described on page 19 in this brochure.

Resolution 21**Delegation of authority granted to the Board of Directors for a period of 12 months, for the purpose of making a collective free allocation 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, entailing the waiver by shareholders of their preferential subscription rights**

The General Meeting, acting in accordance with the quorum and majority applicable to extraordinary general meetings and having considered the report of the Board of Directors and the special report of the Statutory Auditors, and deciding in accordance with Articles L. 225-197-1 *et seq.* and L. 22-10-59 *et seq.* of the French Commercial Code:

- authorises the Board of Directors to proceed, on one or more occasions, with free allocations of ordinary shares of the Company which will be existing shares of the Company resulting from prior purchases made by the Company under the conditions provided for by the legal provisions in force, for the benefit of all employees (excluding Chief Executive Officer and senior executive officers), of the Company and of the companies or entities affiliated to it within the meaning of Article L. 225-197-2 of the French Commercial Code, including companies or entities located abroad;
- resolves that the Board shall allocate a fixed and uniform number of free shares to the beneficiaries referred to above;
- resolves that the total number of free shares allotted under this authorisation may not exceed 390,000 ordinary shares with a nominal value of €0.40 each, i.e. 0.071% of the share capital at 25 February 2026, excluding any adjustments that may be made to preserve the rights of beneficiaries in the event of transactions involving the Company's share capital during the vesting period; in any event, the total number of free shares granted pursuant to (i) this authorisation and (ii) if applicable, the twenty-second resolution, (iii) any other prior authorisation or (iv) following the conversion of preference shares, where applicable, allocated free of charge, may not represent more than 10% of the Company's share capital on the date of the Board's decision to allocate them;
- resolves, in respect of the grant of free shares to beneficiaries who are tax residents in France, as well as to beneficiaries who are not tax residents of France:
 - to set the minimum vesting period, at the end of which the shares will be definitively transferred to their beneficiaries, at one year from the date on which the allocation rights are granted by the Board of Directors. In the event of the beneficiary's disability corresponding to classification in the second or third of the categories provided for in Article L. 341-4 of the French Social Security Code, or within the meaning of the law applicable to the beneficiary or any equivalent provision in foreign law, the shares will be definitively allocated to the beneficiary before the end of the vesting period,
 - to set the minimum mandatory retention period by the beneficiaries of the shares at three years as from the final acquisition of the shares. However, the shares will be freely transferable in the event of the beneficiary's disability corresponding to classification in the second or third of the categories provided for in Article L. 341-4 of the French Social Security Code.

The General Meeting grants all necessary powers to the Board of Directors, within the limits set above, to implement this authorisation and, in particular, to determine the terms and conditions of the plan and:

- for the allocation of existing shares, to buy back the Company's own shares in accordance with the legal provisions in force, up to the number of shares allocated;
- to set the dates on which the free shares will be allocated, in accordance with the law;

- to determine the identity of the beneficiaries and the number of ordinary shares allocated to each of them;
- to determine the conditions for the definitive allocation of free shares at the end of the vesting period;
- to determine the definitive duration of the vesting period, at the end of which the shares will be transferred to the beneficiaries;
- to determine the definitive duration of the retention period for the shares thus allocated, in accordance with the conditions set out above;
- to proceed, if necessary, to adjust the number of free shares allocated in order to preserve the rights of beneficiaries, when financial transactions involving the Company's share capital during the vesting period are carried out, it being stipulated that any new free shares allocated will be deemed to have been allocated on the same day as the shares initially allocated;
- to provide for the possibility of temporarily suspending allotment rights, in particular in the event of financial transactions;
- to record the definitive allocation dates and, where applicable, the dates from which the shares may be sold, taking into account any legal restrictions;
- to make, as the case may be, any amendment that may be required as a result of compulsory rule imposed on the beneficiaries or the Company.

The Board of Directors shall inform the General Meeting each year of the transactions and allocations carried out under this resolution in accordance with Article L. 225-197-4 of the French Commercial Code.

This authorisation is given for a period of 12 months from the date of this General Meeting.

Resolution 22

Authorisation granted to the Board of Directors for a period of 12 months to allocate free ordinary shares in the Company, whether existing or to be issued, to employees and/or executive officers of the Group, entailing the automatic waiver by shareholders of the preferential subscription right

The General Meeting, acting in accordance with the quorum and majority applicable to extraordinary general meetings and having considered the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with the provisions of Articles L. 225-197-1 *et seq.* and L. 22-10-59 *et seq.* of the French Commercial Code:

1. authorises the Board, in accordance with the provisions of Articles L. 225-197-1 *et seq.* and L. 22-10-59 *et seq.* of the French Commercial Code, to make one or more free allocations of existing ordinary shares or shares to be issued to:
 - managers of the Company or of companies directly or indirectly affiliated to it within the meaning of Article L. 225-197-2 of the French Commercial Code, and/or
 - chief executive officers of the Company or affiliated companies who meet the conditions set out in Article L. 225-197-1 of the French Commercial Code;
2. resolves that the number of existing shares or shares to be issued granted under this authorisation may not exceed 600,000 ordinary shares (representing 0.11% of the share capital at 25 February 2026), excluding any adjustments that may be made pursuant to legal, regulatory or contractual provisions in the event of a transaction affecting the Company's share capital; in any event, the total number of free shares granted pursuant to (i) this resolution, (ii) if applicable, the twenty-first resolution, or (iii) any other prior authorisation, or (iv) following the conversion of preference shares allocated free of charge, where applicable, may not exceed 10% of the Company's share capital on the date of the Board's decision to grant free shares;
3. resolves that the shares allocated to each chief executive officer of the Company by virtue of this authorisation may not represent more than 25% of the number of shares allocated as indicated in paragraph 2 of this resolution, representing a maximum of 150,000 shares, or 0.027% of the share capital;
4. resolves that the ordinary shares will be definitively allotted at the end of a three-year vesting period, with no minimum holding period, and that the allocation of shares to their beneficiaries will become definitive before expiry of the aforementioned vesting periods in the event of the beneficiary's disability corresponding to classification in the second or third categories provided for in Article L. 341-4 of the French Social Security Code (*Code de la Sécurité sociale*) or the equivalent case abroad, and that the said shares shall be freely transferable in the event of the beneficiary's disability corresponding to classification in the aforementioned categories of the French Social Security Code (*Code de la Sécurité sociale*) or the equivalent case abroad;
5. resolves that allocation of performance shares will be subject to performance conditions assessed over a period of three years, specified by the Board according to the following conditions:
 - the allocation of shares to executive officers and members of the Executive Committee will be subject to enhanced performance conditions based on the following criteria:
 - the performance of Getlink ordinary shares over a three-year period, both in relative terms (compared with the performance of the GPR Getlink Index) and in absolute terms (60%),
 - the business's economic performance, assessed by reference to the Group's average consolidated EBITDA performance rate over a three-year period covering the financial years 2026, 2027 and 2028, at comparable exchange rates and scope of consolidation (20%),
 - Climate 2028 performance assessed in relation to the Group's target for reducing direct greenhouse gas emissions (Scopes 1 and 2) (in tonnes of CO₂ equivalent) on a like-for-like basis, compared with 2019 emissions (20%),
 - the allocation of shares to other beneficiaries will be subject to at least one performance condition defined and assessed over the plan period, set by the Board of Directors;
6. grants all necessary powers to the Board of Directors, with the right to subdelegate under the conditions provided for by the applicable law, to implement this authorisation, to set the terms and conditions of the plan and, in particular, to:
 - determine whether the free shares allocated are shares to be issued or existing shares, and if so, change this choice before the shares are definitively allocated,
 - determine the identity of the beneficiaries of the share allocations in the category of beneficiaries indicated above, as well as the number of shares allocated to each of them,
 - draw up the rules of the plan, set the conditions and criteria for the allocation of shares, in particular the vesting period and the minimum holding period required, as well as the procedures for their application; it being specified that, in the case of shares granted free of charge to executive officers, the Board of Directors shall either (a) decide that the shares granted free of charge may not be sold by the interested parties before the end of their functions, or (b) set the quantity of shares granted free of charge that they are required to hold in registered form,
 - provide for the possibility of temporarily suspending allocation rights in the event of financial transactions or technical adjustments,
 - record the definitive allocation dates and the dates from which the shares may be freely transferred, subject to legal restrictions,
 - in the event of the issue of new shares, to deduct, where appropriate, from reserves, profits or share premium, the sums required to pay up said shares, to record the completion of the capital increases carried out pursuant to this authorisation, to amend the Articles of Association accordingly and, in general, to carry out all necessary acts and formalities;

7. resolves that the Company may, if necessary, adjust the number of free shares allocated in order to preserve the rights of beneficiaries, depending on any transactions affecting the Company's share capital in the circumstances set out in Article L. 225-181 of the French Commercial Code. It is specified that the shares allocated in application of these adjustments will be deemed to have been allocated on the same day as the shares initially allocated;
8. notes that in the event of the free allocation of new shares, this authorisation shall entail, as and when the said shares are definitively allocated, a capital increase by incorporation of reserves, profits or issue premiums in favour of the beneficiaries of the said shares and a corresponding waiver by the shareholders of their preferential subscription rights in respect of the said shares in favour of the beneficiaries of the said shares;
9. resolves that the Board of Directors may not, without the prior authorisation of the General Meeting, make use of this authorisation from the date on which a third party makes a public offer for the Company's shares until the end of the offer period;
10. notes that, should the Board of Directors make use of this authorisation, it will inform the General Meeting each year of the transactions carried out pursuant to the provisions of Articles L. 225-197-1 to L. 225-197-3 and L. 22-10-59 to L. 22-10-60 of the French Commercial Code, in accordance with the conditions set out in Article L. 225-197-4 of said Code;
11. resolves that this authorisation cancels with effect from this day any unused portion of any previous authorisation given to the Board of Directors to make free allocations of existing shares or shares to be issued to some or all of the Group's senior managers and executives officers. This authorisation is given for a period of 12 months from today's date.



The General Meeting will also be given the option, in the **twenty-third resolution**, to delegate full powers to the Board to carry out a capital increase reserved for employees, in accordance with legal and regulatory conditions.

Resolution 23

Delegation of authority granted for 26 months to the Board of Directors to carry out capital increases without shareholders' preferential subscription rights by issuing ordinary shares or securities giving access to the Company's capital reserved for employees belonging to a Company savings plan

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings and in accordance with the legal provisions in force, in particular Articles L. 225-129-2, L. 225-129-6, L. 225-138, L. 225-138-1 and L. 228-92 of the French Commercial Code and Articles L. 3332-1 *et seq.* of the French Employment Code, having noted that the Company's share capital was fully paid up and having been informed of the following:

- the report of the Board of Directors;
 - the Statutory Auditors' report, prepared in accordance with Articles L. 225-135, L. 225-138 and L. 228-92 of the French Commercial Code,
1. delegates to the Board of Directors, for a period of twenty-six months from the date of this General Meeting, its authority to decide to increase the Company's share capital, on one or more occasions, at such times and on such terms as it shall determine, by the issue of ordinary shares of the Company or securities giving access to existing or future ordinary shares of the Company, reserved for employees and former employees of the Company and of French or foreign companies or entities affiliated to it within the meaning of the regulations in force, who are members of one or more company savings plans (or other plans to whose members Articles L. 3332-18 to L. 3332-24 of the French Labour Code or any similar law or regulation would allow a capital increase to be reserved under equivalent conditions);
 2. to this end, authorises the Board of Directors to set up a company savings plan under the conditions set out in Articles L. 3332-1 to L. 3332-8 of the French Labour Code or any similar plan;
 3. resolves that the Board of Directors, within the framework set by this resolution, may allocate, free of charge, to the beneficiaries indicated in 1 above, in addition to the ordinary shares or securities giving access to the capital to be subscribed for in cash, ordinary shares or securities giving access to the capital to be issued or already issued as a substitute for all or part of the discount mentioned in 8 below and as a contribution, it being understood that the benefit resulting from this allocation may not exceed the applicable legal or regulatory limits;
 4. resolves that the ceiling on the nominal amount of the increase in the Company's share capital resulting from all the issues carried out pursuant to this authorisation, including by incorporation of reserves, profits or additional paid-in capital under the conditions and within the limits set by Articles L. 3332-1 *et seq.* of the French Labour Code and their implementing texts, is set at €2 million, it being specified that this amount is to be deducted from the overall ceiling provided for in paragraph 1 of the twenty-first resolution of the General Meeting of 14 May 2025 and that this ceiling does not include the nominal value of the Company shares to be issued, where applicable, in respect of adjustments made in accordance with the law and applicable contractual stipulations, to protect the holders of rights attached to securities giving access to Company shares;
 5. resolves that if subscriptions do not absorb the entire issue, the capital increase will only be carried out up to the amount of shares subscribed;
 6. resolves to withdraw, in favour of the employees and former employees referred to in 1 of this resolution, shareholders' preferential subscription rights to ordinary shares in the Company or securities giving access to ordinary shares in the Company to be issued under this authorisation, and to waive all rights to ordinary shares in the Company or other securities allocated free of charge on the basis of this delegation;
 7. notes that, in accordance with the provisions of Article L. 225-132 of the French Commercial Code, this delegation entails the waiver by shareholders of their preferential subscription right to the ordinary shares to which the securities issued pursuant to this delegation may give entitlement;
 8. resolves that the subscription price of the new ordinary shares shall be equal to the average of the prices quoted over the twenty (20) trading days preceding the date of the decision setting the opening date of the subscription period, less the maximum discount provided for by law on the date of the Board's decision, it being specified that the Board may reduce this discount if it deems this appropriate, in particular in the event of an offer to members of a company savings plan or similar plan of shares on the international market or abroad in order to satisfy the requirements of the applicable local laws;
 9. resolves that the Board of Directors shall have full powers, which it may in turn delegate in accordance with the law, to implement this resolution and in particular:
 - to determine that subscriptions may be made directly by the beneficiaries or through a Collective Investment scheme for transferable securities (UCITS) or by any entity governed by French or foreign law, with or without legal personality, whose exclusive purpose is to subscribe, hold and sell shares in the Company or other financial instruments as part of the implementation of one of the employee share ownership schemes,

- to set, in accordance with the law, the list of companies or groups of companies whose employees and former employees may subscribe to the ordinary shares or securities issued and, where applicable, receive the ordinary shares or securities allocated free of charge,
 - to determine the terms and conditions of any issue of ordinary shares or securities giving access to ordinary shares that may be carried out pursuant to this authorisation, and in particular their dividend entitlement date and the terms and conditions of their payment in full,
 - to determine the nature and terms and conditions of the capital increase, as well as the terms and conditions of the issue or free allocation,
 - to set the subscription price for ordinary shares and the duration of the subscription period,
 - to set the length of service conditions to be met by the beneficiaries of the ordinary shares or new securities to be issued as a result of the capital increase(s) or of the securities covered by each free allocation, as set out in this resolution,
 - to determine the opening and closing dates for subscriptions, collect subscriptions and determine the reduction rules applicable in the event of oversubscription,
 - in the event of the free allotment of ordinary shares or securities giving access to the capital, to set the number of ordinary shares or securities giving access to the capital to be issued, the number to be allotted to each beneficiary, and to set the dates, deadlines, the number of ordinary shares or securities giving access to the capital to be issued, the number to be allotted to each beneficiary, and to set the dates, deadlines, terms and conditions for allotting these ordinary shares or securities giving access to the capital within the legal and regulatory limits in force and, in particular, to choose either to fully or partially substitute the allotment of these ordinary shares or securities giving access to the capital for the discount referred to in paragraph 8 of this resolution, or to deduct the equivalent value of these ordinary shares or securities from the total amount of the employer's contribution, or to combine these two possibilities,
 - to record the completion of the capital increase by the issue of ordinary shares up to the amount of the ordinary shares actually subscribed,
 - to determine, if applicable, the nature of the shares allocated free of charge, as well as the terms and conditions of this allocation,
 - to determine, if applicable, the amount of the sums to be incorporated into the capital within the limit set above, the shareholders' equity item(s) from which they are to be deducted and the date from which the ordinary shares created in this way will carry dividend rights,
 - at its sole discretion and if it deems appropriate, to deduct the costs of the capital increases from the amount of the premiums relating to these increases and deduct from this amount the sums necessary to bring the legal reserve up to one tenth of the new capital after each increase,
 - to take all necessary steps to ensure the definitive completion of the capital increases, carry out all formalities subsequent thereto, in particular those relating to the listing of the shares created, amend the Articles of Association to reflect the capital increases, and generally do all that is necessary;
10. authorises the Board of Directors, within the limits it has previously set, to delegate to the Chief Executive Officer or, in agreement with the latter, to one or more Deputy Chief Executive Officers the powers conferred on it by virtue of this resolution;
 11. formally notes that, should the Board decide to use this delegation of authority, it will report to the next Ordinary General Meeting on the use made of this delegation of authority in accordance with the legal and regulatory provisions, in particular those set out in Article L. 225-129-5 of the French Commercial Code;
 12. delegates to the Board the power to replace the capital increase by a transfer of ordinary shares to employees in accordance with the provisions of Articles L. 3332-18 to L. 3332-24 last paragraph of the French Labour Code. The conditions set out in this resolution shall apply in the event of such a transfer;
 13. formally notes that this resolution cancels and replaces the authorisation granted by the twenty-third resolution of the Extraordinary General Meeting of 14 May 2025. It is valid for a period of 26 months from the date of this General Meeting.



To accompany the fourth resolution, the Board of Directors has decided to propose to the General Meeting, in the **twenty-fourth resolution**, that it delegate full powers to the Board to cancel, on one or more occasions, up to the overall limit of 10% of the Company's share capital, all or some of the Company shares acquired under the share buyback programmes authorised by the General Meeting.

Resolution 24

Authorisation granted to the Board of Directors for 18 months to reduce the share capital by cancelling treasury shares

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings and in accordance with the laws and regulations in force, in particular Article L. 22-10-62 of the French Commercial Code, having reviewed the report of the Board of Directors and the Statutory Auditors' report:

1. delegates to the Board of Directors, for a period of 18 months from the date of this Extraordinary General Meeting, full powers to cancel, on one or more occasions, up to the overall limit of 10% of the Company's share capital per 24-month period, all or some of the Company shares acquired under the share buyback programme authorised by the fourth resolution of this General Meeting, or under share buyback programmes authorised prior to or subsequent to the date of this General Meeting;
2. resolves that the excess of the purchase price of the shares over their face value will be deducted from "Share premium" or from any available reserve account, including the legal reserve, subject to the overall ceiling of 10% of the capital reduction carried out;
3. delegates to the Board of Directors all powers to carry out the capital reduction resulting from the cancellation of the shares and the aforementioned allocation, and to amend the Articles of Association accordingly;
4. authorises the Board of Directors, within the limits it has previously set, to delegate to the Chief Executive Officer or, in agreement with the latter, to one or more Deputy Chief Executive Officers the powers conferred on it by virtue of this resolution;
5. notes that, should the Board of Directors make use of this delegation of authority, the Board of Directors will report to the next Ordinary General Meeting on the use made of this delegation of authority in accordance with the legal and regulatory provisions in force at the time;
6. this resolution cancels and replaces, as from this date, the unused portion of the previous authorisation granted by the Extraordinary General Meeting of 14 May 2025 in its twenty-second resolution.

Resolution 25

Amendments to the Articles of Association resulting from the order of 15 October 2024, relating to improving the gender balance among directors of listed companies and related measures

The General Meeting of shareholders, under the conditions as to quorum and majority required for extraordinary general meetings, having considered the report of the Board of Directors, resolves to update the Company's Articles of Association in order to comply with the legislative and regulatory changes resulting from Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors

of listed companies and related measures (the "Women on Boards" Directive), which was transposed into French law by Order 2024-934 of 15 October 2024 and decree 2025-744 of 30 July 2025, as follows:

- amendment to the third paragraph of Article 15 of the Articles of Association, with the rest of the article remaining unchanged;
- addition of a fourth paragraph (balanced representation of women and men) to Article 15 of the Articles of Association, with the rest of the article remaining unchanged:

Former wording

Article 15 – Board of Directors

(...)

3 – (...)

The number of Directors to be taken into account in determining the number of Staff Representative Directors shall be assessed on the date that the staff representatives are appointed to the Board. Directors elected by employees pursuant to Article L. 225-27 of the French Commercial Code and employee-shareholder directors appointed pursuant to Article L. 225-23 of the French Commercial Code, as applicable, are not taken into account in this regard. Staff Representative Directors are not taken into account with respect to determining the maximum number of Directors provided for in the French Commercial Code or to applying the first paragraph of Article L. 225-18-1 of the French Commercial Code. The term of office of a Staff Representative Director shall end early if the conditions provided for by law and this article are met, and in particular in the event of termination of the employment contract, except in cases of intra-group transfers. If the conditions for applying Article L. 225-27-1 of the French Commercial Code are no longer met at the end of a financial year, the term of office of any Staff Representative Director shall end at the close of the meeting at which the Board of Directors notes that said article no longer applies to the Company. In the event of a Staff Representative Director discontinuing in said role for any reason whatsoever, the position shall be filled under the conditions set forth in Article L. 225-34 of the French Commercial Code. Until such time that a replacement is appointed, the Board of Directors may validly meet and deliberate. In addition to the provisions of the second paragraph of Article L. 225-29 of the French Commercial Code, it is specified that, where necessary, if a Staff Representative Director has not been appointed by the committee(s) designated in these Articles of Association, pursuant to the law and this article, this shall not affect the validity of the deliberations of the Board of Directors.

(...)

New wording

Article 15 – Board of Directors

(...)

3 – (...)

The number of Directors to be taken into account in determining the number of Staff Representative Directors shall be assessed on the date that the staff representatives are appointed to the Board. Directors elected by employees pursuant to Article L. 225-27 of the French Commercial Code and employee-shareholder directors appointed pursuant to Article L. 225-23 of the French Commercial Code, as applicable, are not taken into account in this regard. Staff Representative Directors are not taken into account with respect to determining the maximum number of Directors provided for in the French Commercial Code. The term of office of a Staff Representative Director shall end early if the conditions provided for by law and this article are met, and in particular in the event of termination of the employment contract, except in cases of intra-group transfers. If the conditions for applying Article L. 225-27-1 of the French Commercial Code are no longer met at the end of a financial year, the term of office of any Staff Representative Director shall end at the close of the meeting at which the Board of Directors notes that said article no longer applies to the Company. In the event of a Staff Representative Director discontinuing in said role for any reason whatsoever, the position shall be filled under the conditions set forth in Article L. 225-34 of the French Commercial Code. Until such time that a replacement is appointed, the Board of Directors may validly meet and deliberate. In addition to the provisions of the second paragraph of Article L. 225-29 of the French Commercial Code, it is specified that, where necessary, if a Staff Representative Director has not been appointed by the committee(s) designated in these Articles of Association, pursuant to the law and this article, this shall not affect the validity of the deliberations of the Board of Directors.

(...)

4 – Balanced representation of women and men

In accordance with the provisions of Articles L. 225-18-1 and L. 22-10-3 of the French Commercial Code, the composition of the Board of Directors must comply with the rules concerning the balanced representation of women and men.

Directors are selected on the basis of a comparative assessment of each candidate's qualifications. To this end, clear criteria, formulated in neutral and unambiguous terms, are applied in a non-discriminatory manner throughout the entire selection process, including in the preparation of vacancy notices, the pre-selection phase and the creation of shortlists of selected candidates. These criteria are established prior to the selection process. Where candidates are equally qualified in terms of aptitude, skill and professional performance, preference shall be given to a candidate of the under-represented sex.

(...)

Resolution 26

Powers for the formalities

The General Meeting, voting on the quorum and majority conditions for extraordinary general meetings, confers full powers on the bearer of an original, extract or copy of the minutes of this General Meeting to carry out any filing, publication or other formalities required.

Summary of the financial resolutions

The Getlink SE Combined General Meeting, held when first convened on 14 May 2025, approved various delegations to the Board of Directors, in particular in order to increase the share capital. The following table summarises the delegations currently granted by the General Meeting to the Board of Directors. It provides information as regards the use of said delegations during the financial year, and the authorisations submitted for renewal at the General Meeting of 27 May 2026.

Brief summary	Current authorisations					Authorisations proposed at the General Meeting of 27 May 2026		
	Date of the General Meeting	Maximum nominal amount of the authorisation	Overall ceiling	Use made as of the date of this document	Duration	Resolution number	Duration	Maximum amount authorised
Capital increase								
Delegation of authority granted to the Board to increase the share capital by issuing ordinary shares or any securities convertible into ordinary shares of the company or shares in a subsidiary, with shareholders' preferential subscription rights maintained (19 th resolution)	14 May 2025	40% of the capital €88 million/ €900 million (debt instruments)	Deducted from the overall ceiling provided for in the 21 st resolution	None	26 months			
Delegation of authority granted to the Board to issue ordinary shares or convertible securities giving access to the capital in consideration for contributions in kind relating to equity securities or securities giving access to capital (20 th resolution)	14 May 2025	10% of the capital €22 million €900 million (debt instruments)	Deducted from the overall ceiling provided for in the 21 st resolution	None	26 months			
Overall limitation of the authorisations provided for in resolutions 19 and 20 (21 st resolution)	14 May 2025	40% of the capital €88 million* €900 million (debt instruments) Sub-ceiling of €22 million, or 10% of the share capital	N/A	None				
Delegation of authority granted to the Board to increase the share capital to the benefit of employees who are members of a company savings plan (23 rd resolution)	14 May 2025	€2 million	N/A	None	26 months	23 rd resolution	26 months	Deducted from the overall ceiling provided for in the 21 st resolution of the GM of 14/05/2025
Free share allocations								
Free allocations of shares to all employees (excluding executive officers) of the Company and affiliated companies within the meaning of Article L. 225-197-2 of the French Commercial Code (17 th resolution)	14 May 2025	0.071% of the capital at 5 March 2025 With the 18 th resolution, up to a limit of 10% of the Company's share capital	N/A	Used	12 months	21 st resolution	12 months	0.071% of the capital at 25 February 2026 With the 22 nd resolution, up to a limit of 10% of the capital
Free allocations of shares, whether existing or to be issued, for the benefit of employees and/or executive officers of the Group (18 th resolution)	14 May 2025	0.10% of the share capital at 5 March 2025 With the 17 th resolution, up to a limit of 10% of the Company's share capital	N/A	Used	12 months	22 nd resolution	12 months	0.11% of the share capital at 25 February 2026 With the 21 st resolution, up to a limit of 10% of the capital
Company buyback of its own shares								
Company buyback of its own shares (4 th resolution)	14 May 2025	5% of the share capital	N/A	Used	18 months	4 th resolution	18 months	5% of the share capital
Reduction of capital by cancelling shares								
Cancellation of shares acquired by the Company through buyback programmes (22 nd resolution)	14 May 2025	10% of the share capital	N/A	None	18 months	24 th resolution	18 months	10% of the share capital

* Including a lower limit of 10% of share capital for increases without preferential subscription rights.

Responsible and performing governance

Getlink's governance structure is tailored to the Group's specific challenges, its binational nature and its regulated framework and is part of a continuous improvement approach in line with the Afep Medef Code. The governance model is notably based on the complementarity of the expertise and experience of the members of the Board of Directors.



Jacques Gounon
Chairman

Yann Leriche
CEO

At the forthcoming General Meeting, several terms of office will expire (see below), including that of Jacques Gounon, Chairman of the Board of Directors. The proposed renewal of all members will ensure the continuity of expertise required to support the Group's ongoing development. In order to enable a gradual rotation of terms of office, certain renewals are proposed for a limited duration. This notably applies to Corinne Bach and Bertrand Badré, who will cease to qualify as independent Directors, in accordance with the Afep Medef Code, in 2028 and 2029 respectively.

Subject to the renewal of his term of office as Director by the Annual General Meeting on 27 May 2026, it will also be proposed to the Board of Directors, meeting immediately after the General Meeting, to renew Jacques Gounon's mandate as Chairman of the Board for a term of two years.

Terms of office submitted for renewal:



Jacques Gounon, non-independent director, renewal of his term of office for a period of **four years**.



Elisabetta de Bernardi di Valserra, non-independent director, renewal of her term of office for a period of **four years**.



Andrea Mangoni, non-independent director, renewal of his term of office for a period of **four years**.



Corinne Bach, independent director, renewal of her term of office for a period of **two years**.



Bertrand Badré, independent director, renewal of his term of office for a period of **three years**.



Brune Poirson, independent director, renewal of her term of office for a period of **four years**.



Peter Ricketts, independent director, renewal of his term of office for a period of **four years**.

Members of the Board of Directors whose re-election is proposed for a vote at the Annual General Meeting on 27 May 2026



JACQUES GOUNON

Chairman and non-independent director of Getlink SE

French, 73 years old

Skills:

-  Risk management
-  Accounting and finance
-  Mergers and acquisitions
-  Executive – senior management
-  Governance – CSR
-  Customer service
-  Human resources – remuneration
-  Governmental affairs – regulations

First appointment:
9 March 2007

Length of service:
18 years

End of current term:
2026

682,027 Getlink SE **ordinary shares**
held at 25 February 2026

Member of 2 committees:

Ethics and CSR Committee and Safety and Security Committee

Board meeting attendance rate:
100%

Ethics and CSR Committee attendance rate:
100%

Safety and Security Committee attendance rate:
100%

Biography, expertise and experience:

Jacques Gounon is a graduate of the *École Polytechnique* and a chief engineer of the *Ponts et Chaussées*. He started his career in public service in 1977 and later became chief executive of the Comatec Group (1986-1990), director of development for the Eiffage group (1991-1993), industry advisor to the French Employment Minister (1993-1995), principal private secretary to the French Secretary of State for Transport (1995-1996), deputy chief executive of Alstom (1996), chairman of the business sector and member of the Executive Committee of Alstom (2000) and deputy chairman and chief executive of the Cegelec group (2001). He was appointed Chairman and Chief Executive Officer of Getlink SE from 2007 to 2020 and became Chairman of the Board of Getlink SE on 1 July 2020. He holds various directorships in Getlink's subsidiaries. A Director of Aéroports de Paris until 17 December 2025, he has been Deputy Vice-Chair of the Transalpine Committee since 2 July 2024 (after nine years as chairman) and in 2019, he became chairman of La Maison du Numérique et de l'Innovation du Calais and is still a director of that organisation.

Jacques Gounon was the chairman of Fer de France, the French rail association between 2020 and January 2023. On 23 September 2021, Jacques Gounon was elected chairman of the Board of the St. Joseph Hospital Foundation (Paris).

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Office	Company/Place of listing	Date
Director, chairman of the Audit Committee	Aéroports de Paris / Euronext Paris	2008 to 17 December 2025

Other French or foreign positions held outside the Group:

Other positions	Company
Chairman of the Board	of Directors of the Fondation Hôpital Saint-Joseph (Paris);
Deputy vice-chairman	of the Transalpine Committee;
Director	of La Maison du Numérique et de l'Innovation du Calais.

Offices and positions expiring within the last five years:

Expired offices	Company	Date
Chairman	Transalpine Committee	2024
Chairman and CEO	Getlink SE	2007-2020
Director	Aéroports de Paris	2008 to 2025



ELISABETTA DE BERNARDI DI VALSERRA

Non-independent director of Getlink SE

Italian, 49 years old

Skills:

-  Risk management
-  Accounting and finance
-  Mergers and acquisitions
-  Executive – senior management
-  New technology
-  Governance – CSR

First appointment:
18 April 2018

Length of service:
7 years

End of current term:
2026

3,700 Getlink SE **ordinary shares**
held at 25 February 2026

Member of 1 committee:
Audit Committee

Board meeting attendance rate:
100%

Audit Committee attendance rate:
100%

Biography, expertise and experience:

Elisabetta De Bernardi di Valserra graduated magna cum laude in electronic engineering from the *Università degli Studi di Pavia*. She is a Board member of Abertis, Aeroporti di Roma, Telepass and Aéroports de la Côte d'Azur. She started her career with Morgan Stanley in 2000, in the investment banking division, where she worked in the communication and media team in London, and then in the corporate finance team in Milan, where she remained until 2013 as executive director. At Morgan Stanley, Elisabetta advised on several transactions, including M&A, equity and debt transactions. Between 2013 and 2015, she was a partner of Space Holding, launching and placing on the Italian Stock Exchange the Special Purpose Acquisition Vehicles Space S.p.A. and Space 2 S.p.A., which completed their business combination by merging with Fila Avio and Aquafil. She was an investment director at Edizione Srl from 2015 to 2020 after which she joined Mundys where she was the investment director for airports & mobility services until April 2024. She is currently Chief Asset Management Officer at Mundys. She was appointed to the Getlink SE Board of Directors by the General Meeting of 18 April 2018. The General Meeting of Getlink SE on 27 April 2022 reappointed Elisabetta De Bernardi di Valserra as Director until the end of the General Meeting called to approve the financial statements for the year 2025.

Elisabetta De Bernardi di Valserra brings to the Board of Directors her experience as a director of industrial groups with an international dimension, her understanding of the infrastructure sector as well as her financial expertise in mergers and acquisitions and in the management of equity investments.

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Other French or foreign positions held outside the Group:

Other positions	Company	Date
Director	Aeroporti di Roma S.p.A	2019 to date
Director	Telepass S.p.A	2020 to date
Member of the Supervisory Board	Aéroports de la Côte d'Azur S.A.	2020 to date
Director	Abertis Infraestructuras S.A.	2024 to date
Director	Abertis Holdco S.A.	2024 to date
Managing Board member	Yunes GmbH	2024 to date

Offices and positions expiring within the last five years:

Expired offices	Company	Date
Director	Autostrade per l'Italia S.p.A.	2019 to 2022
Managing director	Autostrade Concessioni e Costruzioni S.p.A.	2020 to 2021
Director	Azzurra S.p.A.	2022 to 2025



ANDREA MANGONI

Non-independent director of Getlink SE

Italian, 62 years old

Skills:

-  Risk management
-  Accounting and finance
-  Mergers and acquisitions
-  Executive – senior management
-  Governance – CSR
-  Customer service
-  Human resources – remuneration
-  New technology
-  Governmental affairs – regulations

First appointment:
23 July 2025

Length of service:
0 years

End of current term:
2026

3,942 Getlink SE **ordinary shares**
held at 25 February 2026

Member of 1 committee:

Nomination and Remuneration Committee

Board meeting attendance rate:
100%

Nomination and Remuneration Committee
attendance rate:
100%

Biography, expertise and experience:

Andrea Mangoni has been chief executive officer of the infrastructure and mobility company Mundys since May 2023. During his career, Mr Mangoni has headed several companies, including Acea, an electricity generation and distribution company (until 2009), and Sorgenia, an electricity market operator (2013 to 2015). He previously held senior positions at Telecom Italia, Telecom Italia Sparkle and was chief executive officer of TIM Brazil (from 2012). From 2016 to 2023, he was chief executive officer of DoValue, one of the leading credit portfolio asset management companies in southern Europe.

Mundys continues to pursue sustainable growth by having a real and positive impact on the environment, communities and economies of the regions in which it operates, while remaining focused on growth and investment. The ESG roadmap for 2030 demonstrates a strong commitment to sustainable development in the infrastructure sector in which Mundys operates worldwide.

These ambitions demonstrate Andrea Mangoni's commitment to integrating ESG principles into Mundys' strategy and operations.

Andrea Mangoni brings to the Board of Directors his experience as a leader of international groups, his expertise in strategy and his professional skills (construction and maintenance, energy and concessions) and CSR, including his commitment to the sustainable development of the infrastructure sector in Italy and internationally.

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Other French or foreign positions held outside the Group:

Other positions	Company	Date
CEO	Mundys S.p.A.	1 May 2023 to date
Chairman	Telepass S.p.A.	28 April 2023 to date
Director	Abertis Holdco S.A.	11 December 2023 to date
Director	Abertis Infraestructuras S.A.	30 January 2024 to date
Director	3IP SGR	29 November 2017 to date

Offices and positions expiring within the last five years:

Expired offices	Company	Date
CEO	DoValue S.p.A.	2016 to 27 April 2023
Director	DoValue Spain (formerly Altamira)	28 June 2019 to 28 April 2023



CORINNE BACH

Independent director and Environment and Climate Lead Director of Getlink SE

French, 52 years old

Skills:

-  Risk management
-  Accounting and finance
-  Mergers and acquisitions
-  Executive – senior management
-  Governance – CSR
-  Customer service
-  Human resources – remuneration
-  New technology
-  Governmental affairs – regulations

First appointment:
20 December 2016

Length of service:
9 years

End of current term:
2026

5,000 Getlink SE **ordinary shares** held at 25 February 2026

Member of 3 committees:

Audit Committee, Ethics and CSR Committee (Chairwoman) and Nomination and Remuneration Committee

Board meeting attendance rate:
100%

Audit Committee attendance rate:
100%

Ethics and CSR Committee attendance rate:
100%

Nomination and Remuneration Committee attendance rate:
100%

Biography, expertise and experience:

Corinne Bach is a graduate of the *École Polytechnique* and also holds qualifications from Imperial College London, INSEAD and Télécom Paris. She was chairwoman and chief executive officer of CanalOlympia and vice chairwoman of Vivendi Village within the Vivendi group from 2015 to 2018. She also gained experience working at SFR and NavLink, in both France and the USA. She then joined SFR, where she held various positions of responsibility in the strategy department and the consumer marketing department. In 2018, she was appointed director of development and operations at StudioCanal. In 2020, Corinne Bach founded Carbometrix, a company that supports financial institutions and their portfolio companies with their climate strategies, and became its co-chair. Corinne Bach's appointment as a Director of the Board of Getlink SE was ratified by the General Meeting held on 27 April 2017. The General Meeting of 27 April 2022 renewed Corinne Bach's term of office as a director until the end of the General Meeting held to approve the 2025 accounts.

Corinne Bach brings to the Board of Directors her experience as the head of various innovative technology services groups as well as her expertise in environmental strategy especially in the area of reducing greenhouse gas emissions, in the digital age.

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Other French or foreign positions held outside the Group:

Other positions	Company	Date
Joint Chair	Carbometrix	2020 to date

Offices and positions expiring within the last five years:

Expired offices	Company	Date
Chair	Roselend Conseil	2020 to 2023
Director	Magic Makers SAS	2016 to 2022
Director	Smile & Pay	2019 to 2020
Director	The Copyrights Group Limited	2017 to 2020
Director	Marketreach Licensing Services Limited	2017 to 2020
Director	L'Olympia SAS	2015 to 2020



BERTRAND BADRÉ

Independent director and Senior Independent Director of Getlink SE

French, 58 years old

Skills:

-  Risk management
-  Accounting and finance
-  Mergers and acquisitions
-  Executive – senior management
-  Governance – CSR
-  Human resources – remuneration
-  New technology
-  Governmental affairs – regulations

First appointment:
18 December 2017

Length of service:
8 years

End of current term:
2026

4,000 Getlink SE **ordinary shares** held at 25 February 2026

Member of 1 committee:
Audit Committee

Board meeting attendance rate:
100%

Audit Committee attendance rate:
100%

Biography, expertise and experience:

Bertrand Badré is a graduate of the *École Nationale d'Administration*, the *Institut d'études politiques de Paris* and of the *Hautes Études Commerciales de Paris*. Assigned to the *Inspection générale des finances* (French national audit office) in 1995, in 1999 he became deputy director of Lazard Bank in London then vice-president, and director in New York (2000). In 2003, he joined President Jacques Chirac's office. He became a partner of Lazard Bank in Paris then in 2007 he became finance director of Crédit Agricole then Société Générale. In 2013, Bertrand Badré was appointed finance director general at the World Bank and as such represented the organisation at the G7, G20 and the Financial Stability Board. He made a significant contribution to World Bank discussions on development finance. He is known for his commitment to implementing sustainable development objectives through a greater involvement of the private sector. Bertrand Badré left the World Bank group in 2016 and created an investment fund called Blue like an Orange Sustainable Capital, which aims to direct investment towards innovative economic projects in developing countries. Bertrand Badré is senior advisor for sustainability and ESG for JAB Holdings and their JCF fund. Bertrand Badré is the manager of Sipa Ouest-France (Société d'investissements et de participations), a French civil company in the media sector. In 2023, he became a member of the Mission Committee of the accountancy firm KPMG, which has *société à mission* status under the terms of the *loi Pacte* 2019, a director of IDDRI and CGDEV (Center for Global Development). He is also a global trustee of the IFRS Foundation and a Board director of the Haulotte group and chairman of the Advisory Board of Project Syndicate since from 1 January 2024.

Bertrand Badré was co-opted on to the Board of Getlink SE on 18 December 2017. His appointment was ratified at the Getlink SE General Meeting held on 18 April 2018 until the end of the General Meeting held to approve the 2021 accounts. His term of office as a Director was renewed for a further four years by the General Meeting of 27 April 2022.

Bertrand Badré brings to the Board of Directors his recognised experience and expertise in international finance and his knowledge of markets, as well as his vision on the implementation of sustainable development objectives.

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Other French or foreign positions held outside the Group:

Office	Company	Date
Chairman of the Mission Committee	KPMG	2023 to date
Director	Haulotte Group	2023 to date
Chairman	Blue like an Orange Capital France SAS	2021 to date
Chairman	Blue Orange consultants	2016 to date

Offices and positions expiring within the last five years:

Expired offices	Company	Date
Director	Liquidnet	2018 to 2021
Director, Chairman of the Audit Committee	Wealthsimple	2017 to 2021



BRUNE POIRSON

Independent director of Getlink SE

French and American, 43 years old

Skills:

-  Risk management
-  Executive – senior management
-  Governance – CSR
-  Customer service
-  New technology
-  Governmental affairs – regulations

First appointment:
27 April 2022

Length of service:
3 years

End of current term:
2026

3,500 Getlink SE **ordinary shares**
held at 25 February 2026

Member of 2 committees:
Ethics and CSR Committee and Nomination and Remuneration Committee

Board meeting attendance rate:
85.7%

Ethics and CSR Committee attendance rate:
100%

Nomination and Remuneration Committee attendance rate:
100%

Biography, expertise and experience:

Brune Poirson, a Director of Getlink, is recognised for her expertise in corporate social responsibility (CSR) and environmental, social and governance (ESG) criteria. Here are some key points of her expertise:

As former French secretary of state to the minister for ecological and solidarity transition in France, she played a crucial role in implementing environmental and social policies. In particular, she initiated and secured the passage of the *“loi anti-gaspillage pour une économie circulaire”* (Anti-Waste Law for a Circular Economy (AGEC Law)), which aims to accelerate the change in production and consumption models in order to preserve resources, protect sovereignty and accelerate reindustrialisation. This legislation inspired and served as the basis for European legislation.

Brune Poirson has also been in charge of European and international negotiations on climate, energy and biodiversity, which has enabled her to work closely with various international stakeholders (foreign governments, NGOs, the UN and international financial organisations). She therefore has a global perspective on ESG issues. Furthermore, as Vice-President of the United Nations Environment Assembly (UNEA), she participated in the development of the international environmental agenda.

Today, Brune Poirson continues her commitment to combating global warming in the private sector. For four years, she served as director of sustainable development for the Accor Group (member of the Executive Committee), one of the world's leading hospitality companies, where she was responsible for transforming industry practices in 110 countries and orchestrating the roll-out of strategies for decarbonisation, water conservation and waste reduction, as well as social policies. Today, she is a senior advisor and founder of Udaan, which supports businesses seeking to reduce the vulnerability of their value chains, secure access to critical raw materials and protect purchasing power.

As a Director of Getlink SE, she brings her expertise to bear in ensuring that the business's practices are aligned with ESG standards.

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Other French or foreign positions held outside the Group:

Other positions	Company	Date
Chairwoman	Brune Poirson Entreprise SAS	2022 to date

Offices and positions expiring within the last five years:

Expired offices	Company	Date
Group Chief Sustainability Officer, member of the executive committee	Accor	2021 to 2025



PETER RICKETTS

Independent director of Getlink SE

British, 73 years old

Skills:



Risk management



Governance – CSR



Human resources – remuneration



Governmental affairs – regulations

First appointment:
27 April 2022

Length of service:
3 years

End of current term:
2026

2,500 Getlink SE **ordinary shares** held at 25 February 2026

Member of 1 committee:

Nomination and Remuneration Committee (chair)

Board meeting attendance rate:
100%

Nomination and Remuneration Committee attendance rate:
100%

Biography, expertise and experience:

Peter Ricketts, Baron Ricketts of Shortlands, has an MA degree from Pembroke College Oxford and honorary doctorates from the University of Kent (DCL) and the University of Bath (DLL). Peter Ricketts, Baron Ricketts of Shortlands, began his career at the UK Foreign and Commonwealth Office (FCO) in 1974. He was posted to the UK delegation to NATO in Brussels before becoming assistant private secretary at the FCO to the then Foreign Secretary Sir Geoffrey Howe in 1983, then First Secretary at the Embassy in Washington (USA) in 1985, Head of Division in Hong Kong in 1990, advisor for European and Economic Affairs in the French Embassy in 1995 and deputy political director in 1997. In 2000, he was appointed chairman of the Joint Intelligence Committee, then in 2001 political director of the FCO. From 2003 to 2006, he was the UK Permanent Representative to NATO. In 2006, he became Permanent Under Secretary of the FCO, and in 2010, National Security Adviser to the UK government. From 2012 to January 2016, he was the UK's ambassador to France and Monaco. Chairman of the Normandy Memorial Trust (UK charity) until 2021, a member of the House of Lords, chairman of the House of Lords European Affairs Committee since 2023, vice chairman of the Royal United Services Institute in London, Peter Ricketts was a member of the Board of Directors and a member of the Nomination, Remuneration and Governance Committee of Engie between 2016 and 2024. He was appointed a member of the Board of Directors of Getlink SE by the General Meeting of 27 April 2022.

Peter Ricketts brings to the Board of Directors his rich and renowned knowledge and experience in the field of British geostrategic issues and public affairs and his experience as a member of an Appointments, Remuneration and Governance Committee in matters relating to human resources.

Number of current offices in French or foreign listed companies, outside the Group on 25 February 2026: none

Other French or foreign positions held outside the Group:

Other positions	Company	Date
Vice chairman	Royal United Services Institute	2021 to date
Chairman	Franco-British Council	2020 to date

Offices and positions expiring within the last five years: 1

Expired office	Company	Date
Independent Director, member of the Appointments, Remuneration and Governance Committee	Engie / Euronext Paris	2016 to 2024

Composition of the Board of Directors following the Annual General Meeting on 27 May 2026 (subject to approval by the shareholders)

	Personal information			Experience		Position on the Board			Committees	
	Age	Sex	Nationality	Shares	Appointments*	Independence	First nomination	End of term	Length of service	Number
NON-INDEPENDENT DIRECTORS										
Jacques Gounon	73	M	French	682,027 ⁽¹⁾	0	Non-independent	2007	2026	18	2
Yann Leriche	52	M	French	40,250 ⁽²⁾	1	Non-independent	2021	2029	4	1
Elisabetta De Bernardi di Valserra	49	F	Italian	3,700 ⁽³⁾	0	Non-independent	2018	2026	7	1
Andrea Mangoni	62	M	French	3,942 ⁽⁴⁾	0	Non-independent	2025	2026	0	1
Benoît de Ruffray	59	M	French	6,000 ⁽⁵⁾	2	Non-independent	2023	2027	2	1
Marie Lemarié	54	F	French	2,155	1	Non-independent	2023	2027	2	1
STAFF REPRESENTATIVE DIRECTORS**										
Mark Cornwall	58	M	British	3,394	0	Employee	2021	2026	4	2
Stéphane Sauvage	59	M	French	1,205 ⁽⁶⁾	0	Employee	2018	2026	7	3
INDEPENDENT DIRECTORS										
Corinne Bach	52	F	French	5,000	0	Independent	2016	2026	9	3
Bertrand Badré	58	M	French	4,000	0	Independent	2017	2026	8	1
Sharon Flood	61	F	British	5,000 ⁽⁷⁾	1	Independent	2020	2028	5	2
Jean-Marc Janailac	73	M	French	3,000	1	Independent	2020	2028	5	3
Brune Poirson	43	F	French and American	3,500 ⁽⁸⁾	0	Independent	2022	2026	3	2
Peter Ricketts	73	M	British	2,550	0	Independent	2022	2026	3	1

* Number of appointments in quoted companies outside Getlink.

** The Staff Representative Directors are not taken into account in the calculation of the independence percentage, in accordance with the Afep/Medef Code, nor in the calculation of the parity percentage in accordance with the currently applicable provisions of the French Commercial Code nor, for the sake of consistency, in the international representation percentage nor the average length of term.

(1) Including 311,477 shares that were pledged (see AMF declarations dated 1 August 2022 and 21 November 2024). A release covering 235,294 shares was declared to the AMF on 13 October 2025.

(2) Yann Leriche acquired 21,500 shares on 15 May 2025 (allocated in 2024).

(3) Elisabetta De Bernardi di Valserra acquired an additional 700 shares on 10 December 2025.

(4) Andrea Mangoni acquired 3,942 shares on 10 December 2025.

(5) Benoît de Ruffray acquired 2,000 shares on 12 March 2025.

(6) Stéphane Sauvage acquired 130 shares on 15 May 2025 (allocated in 2024).

(7) Sharon Flood acquired 1,711 shares on 11 March 2025.

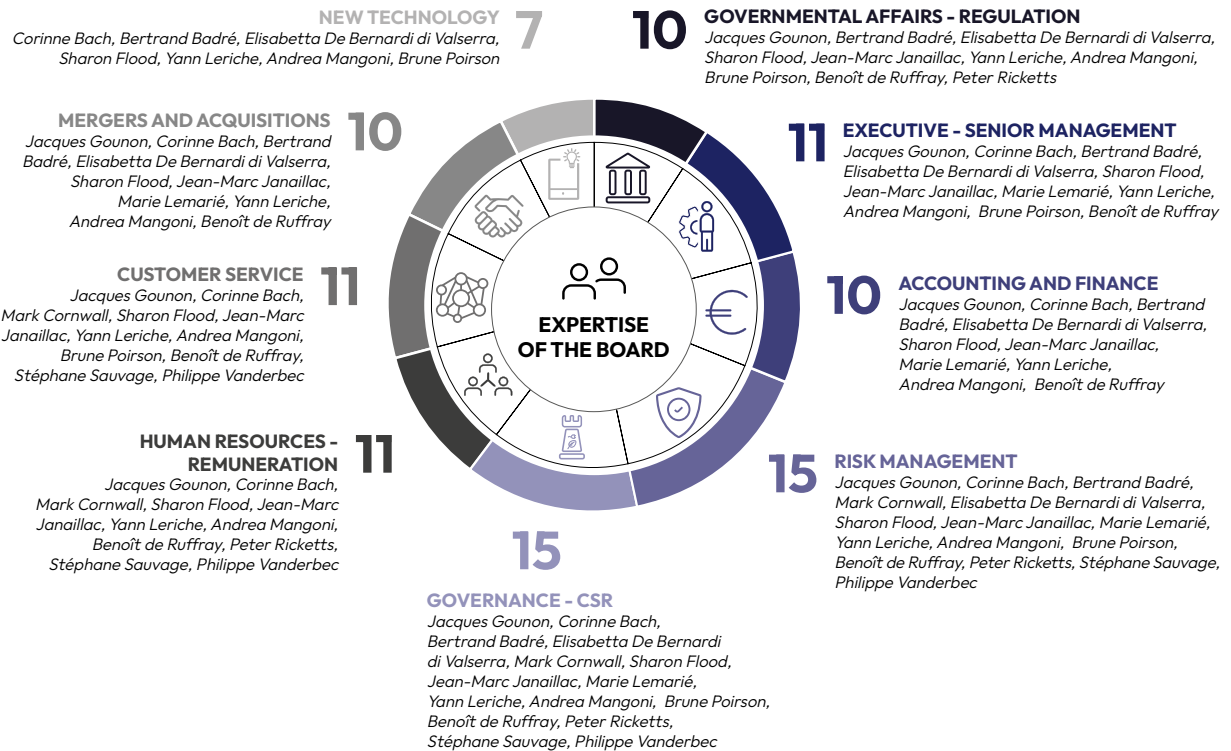
(8) Brune Poirson acquired 2,500 shares on 1 April 2025.

Characteristics of the Board of Directors as at 25 February 2026 and 27 May 2026 following the Annual General Meeting, subject to shareholder approval

	Composition on 25 February 2026	Composition following the General Meeting of 27 May 2026
Female representation	41.67%	41.67%
Average age of Board members	59	59
Independence	50%	50%
Average length of term	5.6	6.3
International representation	41.67%	41.67% ⁽¹⁾

(1) Brune Poirson is Franco-American.

A Board with diverse expertises



Remuneration of the Chairman, Chief Executive Officer and Directors

This section describes the 2025 remuneration policy for the Chairman, the Chief Executive Officer and Directors as well as the components that make up the total remuneration and benefits of any kind paid to the Chairman, the Chief Executive Officers and Directors relating to the financial year ended 31 December 2025 or granted to them for in respect of the same financial year. These items are set out in details in chapter 5 of Getlink's 2025 Universal Registration Document.

Remuneration paid or awarded during or in respect of the 2025 financial year (ex-post vote)

In accordance with the provisions of article L. 22-10-9 of the French Commercial Code, the elements that make up the total remuneration and benefits of any kind paid or granted for the financial year ended 31 December 2025 to Jacques Gounon in respect of his office of Chairman and to Yann Leriche in respect of his office as Chief Executive Officer are set out below.

In accordance with article L. 22-10-34 of the French Commercial Code, the General Meeting of 27 May 2026 will be asked to vote on the elements paid or granted for the previous financial year, with the variable remuneration elements paid only after approval of the said remuneration by the General Meeting which will vote *ex-post*.

The remuneration policy for 2025 was approved at the General Meeting of 14 May 2025, with a majority of 98.42% of the votes cast in respect of the Chief Executive Officer and 99.84% in respect of the Chairman. The items of remuneration set out below comply with the rules and principles laid down for determining the remuneration and benefits of any kind for the Chief Executive Officer and the Chairman for the 2025 financial year and approved by the General Meeting of 14 May 2025. The remuneration amounts shown in this chapter cover all the remuneration due or granted to the Chairman and chief executive officers, for all their offices or functions within the Group.

Remuneration owed to the Chief Executive Officer for 2025

The remuneration due to Yann Leriche, in his role as Chief Executive Officer, for 2025 is made up of:

- fixed annual remuneration;
- annual variable remuneration subject to performance criteria;
- benefits in kind;
- a supplementary defined contribution pension plan;
- long-term variable remuneration in the form of performance shares.

Annual fixed remuneration for 2025

The fixed part of the Chief Executive Officer's gross annual remuneration for 2025 was €600,000 in accordance with a decision by the Board of Directors on 28 February 2024 to increase the Chief Executive Officer's fixed remuneration from a gross annual amount of €550,000 to €600,000 with effect from 1 July 2024. The amount of the Chief Executive Officer's gross remuneration paid in respect of 2025 was €600,000 gross.

Annual variable remuneration for 2025

The basis for calculating the annual variable part of the Chief Executive Officer's remuneration is 100% of his annual base salary; it was calculated on the basis of €600,000, representing 100% of the annual fixed remuneration due for the 2025 financial year.

For 2025, it included 45% financial criteria, 100% quantifiable in relation to current EBITDA and cash flow and aimed at remunerating economic performance, 15% sustainable development criteria and 40% strategic criteria as set out below.

Financial objectives (45%)

These two indicators are used to assess the quality of the Group's economic and financial management from various complementary angles:

- Profitability of the 2025 operations process (25%): profitability of operations assessed against the level of achievement of the objective determined by reference to the guidance for consolidated current EBITDA, at constant exchange rates and scope.
- Consolidated 2025 operating cash flow (20%) compared to the budget forecast, at a constant exchange rate and scope (scope: Eurotunnel, Europorte and Eleclink).

Strategic objectives: operational and developmental (40%)

- Eurotunnel operational excellence strategy and customer relations (10%): performance of the customer-centric strategy in relation to the 2025 passenger NPS and truck NPS targets.
- Optimisation of the Eurotunnel asset management programme (particularly in respect of the Shuttles and key infrastructure programmes) (20%).
- Eleclink (10%): implementation of a strategy to monitor the performance and behaviour of the asset to improve the availability of the interconnector.

Sustainability objective (15%)

- Greenhouse gas reduction target in 2025, achievement of the published and detailed objective as set out in the 2025 Environment Plan to reduce the Group's direct emissions (Scopes 1 and 2) by 30% (in tonnes of CO₂ equivalent) by 2025 on a like-for-like basis compared to 2019 emissions.

At its meeting of 25 February 2026, the Nomination and Remuneration Committee reviewed the performance of the Chief Executive Officer by reference to the performance indicators above and made its recommendations to the Board of Directors.

- With regard to the consolidated current EBITDA target, the Committee noted that at a like-for-like scope (excluding ASA, BIMS and Electrofer) the performance was at 108% compared to budgetary assumptions and the payment was 120%.
- With regard to the 2025 consolidated operating cash flow criterion by comparison with the budgeted operating cash flow, the Committee noted that the achievement rate exceeded the target, with a 2025 performance rate of 109% and reaching the 120% payment threshold.

- With regard to the implementation of the operational excellence strategy, the Committee noted the achievement of the objectives set for the quality of service indicators (NPS) had been met, resulting – taking into account the weighting of the various indicators – in an average payment rate on this target of 107%.
- With regard to the criterion relating to the implementation of the optimisation plan, assessed in relation to the asset management programme (Mid-Life Programme and track), the Committee noted a 100% weighted performance of the indicators, corresponding to an average payout rate of 100%.
- With regard to the availability criterion for the Eleclink asset, excluding the impact of the suspension of operations linked to the September 2024 outage and its consequences, performance stood at 102% (availability of 96.57% compared with the target of 95%). The criterion achieved a payout rate of 102%.
- Regarding the sustainability target, the Committee noted that the Group exceeded the greenhouse gas reduction target announced in its 2025 Environment Plan, achieving a performance of 107% (-32% for Scopes 1 and 2).

At its meeting on 25 February 2026, the Board of Directors assessed the performance of the Chief Executive Officer by comparing the result obtained with the above target indicators. Following the recommendations of the Nomination and Remuneration Committee, the Board of Directors, taking into account the achievements, decided to set the variable part of the Chief Executive Officer's remuneration for the financial year ended on 31 December 2025 at €665,700.

Breakdown of the annual variable remuneration due for 2025

Criteria	Weighting	Payment rate	Amount owed (euros)
Profitability of the operations process	25%	120%	180,000
Consolidated operating cash flow	20%	120%	144,000
Eurotunnel: operational excellence strategy	10%	107%	64,200
Optimisation of the Eurotunnel asset management programme	20%	100%	120,000
Eleclink	10%	102%	61,200
Sustainability: reduction in greenhouse gases	15%	107%	96,300
TOTAL	100%	111%	665,700

2025 long-term variable remuneration

Free 2025 performance shares

In accordance with the remuneration policy approved by a vote at the General Meeting of 14 May 2025, the Board of Directors granted Yann Leriche 80,000 shares subject to performance conditions out of a total of 550,000 performance shares under the 2025 plan, the fair value of which, established at €11.92 on the date of allocation of the rights, was calculated by applying the Black & Scholes model for the valuation with non-market performance conditions and by applying the Monte Carlo model for the market performance condition.

The final allocation of ordinary shares will be based on the achievement of the cumulative performance criteria below:

The external performance condition (the “**market weighting**”) is based on the dual performance of the Getlink SE ordinary share i.e. in terms of both relative and absolute performance:

- firstly, of the relative performance of the Getlink share i.e. the average performance – including dividends – (TSR) of the Getlink SE ordinary share over a period of three years compared to the performance of the Group's sectoral GPR Getlink Index. It determines **20%** of the cumulative weighting. The final allocation of ordinary shares linked to this condition will vary according to the degree of achievement of the objective, bearing in mind that if the TSR of Getlink SE ordinary shares is strictly lower than the performance of the GPR Getlink Index over the aforementioned three-year period, no allocation will be made;
- secondly, of the performance of the Getlink share in absolute terms over a three-year period assessed in relation to the increase in the average share price over three years (“Final Price” = average share price for the third calendar year of the plan) compared with the initial share price (“Initial Price” = average share price for the grant calendar year). This external performance condition determines **20%** of the cumulative weighting. The final grant of ordinary shares linked to this condition will vary according to the degree of achievement of the objective, bearing in mind that if the Final Price is lower than the Initial Price, the number of ordinary shares obtained will be equal to 0.

The first internal performance condition (the “**EBITDA weighting**”) is based on the organisation's economic performance, assessed by reference to the Group's average consolidated current EBITDA growth rate over a three-year period covering the 2025, 2026 and 2027 financial years, at comparable exchange rates and scope. It determines **35%** of the cumulative weighting. The final allocation of shares linked to this condition will vary according to the level of achievement of the objective, bearing in mind that if the average current EBITDA achievement rate for 2025, 2026 and 2027 is strictly less than 95% of the current EBITDA objectives communicated to the market by Getlink SE for the 2025, 2026 and 2027 financial years, there will be no allocation; and that if the average current EBITDA achievement rate for 2025, 2026 and 2027 is equal to or greater than 100% of the current EBITDA targets communicated to the market by Getlink SE for the 2025, 2026 and 2027 financial years, 20% of the attributable volume will effectively be allocated, with the total capped at 35%.

The second internal performance condition (the “**climate weighting**”) is based on the 2027 intermediate objective of reducing the Group's direct emissions (Scopes 1 and 2) (in tonnes of CO₂ equivalent) like-for-like compared to 2019 emissions as published and set out in section 6.1.2 of the 2024 Universal Registration Document. It determines **25%** of the cumulative weighting.

LTI plan available in 2025

2022 LTI plan: 53.75% vesting rate.

In 2025, the Board of Directors noted the partial satisfaction of the performance conditions attached to the performance shares under the 2022 plan, i.e. a vesting rate of the performance shares at **53.75%**.

On the authorisation of the extraordinary General Meeting of 27 April 2022, the Board of Directors made free allocations of Getlink ordinary shares to employees and/or chief executive officers of the Group up to the overall limit of 300,000 ordinary shares in the company, subject to the performance conditions set out below, as detailed in the Plan Regulations and assessed over a three-year vesting period:

- the external performance condition (the “**TSR weighting**”) based on the average performance – including dividends – (TSR) of the Getlink SE ordinary share over a three-year period compared to the performance of the GPR Getlink Index (45%);

- the first internal performance condition (the “**Working Ratio weighting**”) (30%) based on the economic performance of the Group’s rail operator activities in 2024, i.e. the Shuttle and Europorte activities, assessed by reference to their capacity to recover their operating costs from their annual revenue and measured on the basis of the following ratio known as the Working Ratio;
- the second internal performance condition (the “**climate weighting**”) based on the objective of reducing the Group’s direct emissions (Scopes 1 and 2) by 20% within three years (in tonnes of CO₂ equivalent) like-for-like compared to 2019 emissions (15%);
- the third internal performance condition (the “**CSR weighting**”) based on the achievement of the following four objectives (safety; gender equality between men and women; social climate and quality of service) (10%).

At the end of the three-year vesting period, the Board of Directors noted (i) that the performance of the Getlink SE share was not strictly greater than 100% of the performance of the GPR Getlink SE Index and therefore that the relative performance condition of the share was not met (TSR weighting: 0%); (ii) that the “Working Ratio weighting” objective was met (Working Ratio weighting 30%), (iii) that greenhouse gases had decreased compared with 2019 with a 20% outperformance (Climate weighting 15%), (iv) that the conditions relating to CSR performance at the end of 2023 had been partially met (CSR weighting: 8.75%).

The Board of Directors noted that the cumulative weighting was 53.75% and after discussion set the overall vesting rate at 53.75%. On 15 May 2025, 21,500 ordinary shares were allocated to Yann Leriche out of the 40,000 performance shares allocated to him under the 2022 plan.

Benefits in kind for 2025

The Chief Executive Officer is provided with a company car in accordance with the Group’s Human Resources “company car” scheme.

Supplementary defined contribution pension plan/death and disability insurance for 2025

The Chief Executive Officer does not have a defined benefit pension plan. The Chief Executive Officer benefits from the supplementary pension scheme available to all senior managers employed above the B remuneration bracket. This plan, whose beneficiaries include people other than the Group’s executive officers, is not a defined benefit plan. It is a defined contribution plan.

In 2025, employer contributions paid under this supplementary defined contribution pension scheme amounted to €15,072 (2024: €14,838) out of a total of €75,818 (2024: €55,829) for all those concerned.

The Chief Executive Officer benefits from a basic and a complementary pension scheme. In 2025, contributions paid under this complementary pension scheme amounted to €33,020 (2024: €32,507) for the employee portion and €53,216 (2024: €53,389) for the employer portion.

The Chief Executive Officer is covered by the death and disability scheme, as well as by the personal accident policy for Getlink SE employees.

Director’s remuneration

Yann Leriche received, in respect of his office as Director, director’s remuneration in the same manner as the other members of the Board of Directors, as indicated in section 5.1.2.3 in Getlink SE’s 2025 Universal Registration Document. In addition, like all the Group’s officers who are individuals, Yann Leriche is covered by the directors and officers liability insurance policy.

Remuneration due or awarded in relation to the 2025 financial year to Yann Leriche, Chief Executive Officer

Elements of remuneration	Amount due (euros)	Amount paid (euros)	Comments
Fixed remuneration	600,000	600,000	For the 2025 year, Yann Leriche received fixed remuneration of €600,000 (gross, before tax).
Annual variable remuneration	665,700 (amount due for 2025 and payable in 2026)	572,256	<p>Target: 100% of the gross annual fixed remuneration; maximum of 120% of the gross annual fixed remuneration.</p> <p>Annual variable remuneration awarded for 2025 and payable in 2026</p> <p>During its meeting on 25 February 2026, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, assessed the amount of the variable portion of Yann Leriche’s remuneration for the 2025 financial year and decided to set the variable remuneration at €665,700.</p> <p>Criteria:</p> <ul style="list-style-type: none"> • EBITDA ratio (25%): outperformance; 120% payment rate: €180,000; • Operating cash flow (20%): outperformance; 120% payment rate: €144,000; • Eurotunnel: operational excellence strategy (10%): outperformance; 107% payment rate: €64,200; • Optimisation of the Eurotunnel asset management programme (20%): 100% payment rate: €120,000; • Eleclink (10%): 102% payment rate: €61,200; • Sustainability objective: (15%): outperformance: 107% payment rate: €96,300. <p>Payment of this remuneration is subject to the approval of the General Meeting <i>ex-post</i> on the whole.</p>
Multi-annual variable remuneration	n/a	n/a	Yann Leriche did not receive any multi-annual variable remuneration.
Deferred variable remuneration	n/a	n/a	Yann Leriche did not receive any deferred variable remuneration.

Elements of remuneration	Amount due (euros)	Amount paid (euros)	Comments																		
Director's remuneration	49,400	33,880	Remuneration in respect of the director's term of office granted for the 2025 year The General Meeting of 7 May 2024 approved (resolution 14) the remuneration for the office of Board member in respect of the 2025 financial year. Distribution criteria:																		
			<table border="1"> <thead> <tr> <th>Remuneration (€)</th> <th>Fixed part (annual)</th> <th>Variable part (meeting attendance)</th> </tr> </thead> <tbody> <tr> <td>Board of Directors</td> <td>20,400</td> <td>-</td> </tr> <tr> <td>Board meeting</td> <td>-</td> <td>3,000</td> </tr> <tr> <td>Committee meeting</td> <td>-</td> <td>1,000</td> </tr> <tr> <td>Committee meeting (chair)</td> <td>-</td> <td>2,500</td> </tr> <tr> <td>Seminar</td> <td>-</td> <td>4,500</td> </tr> </tbody> </table>	Remuneration (€)	Fixed part (annual)	Variable part (meeting attendance)	Board of Directors	20,400	-	Board meeting	-	3,000	Committee meeting	-	1,000	Committee meeting (chair)	-	2,500	Seminar	-	4,500
Remuneration (€)	Fixed part (annual)	Variable part (meeting attendance)																			
Board of Directors	20,400	-																			
Board meeting	-	3,000																			
Committee meeting	-	1,000																			
Committee meeting (chair)	-	2,500																			
Seminar	-	4,500																			
Exceptional remuneration	n/a	n/a	Yann Leriche did not receive any exceptional remuneration.																		
Allocation of share options and/or performance shares	953,600 (accounting valuation of the instruments granted in respect of 2025)	n/a	80,000 free shares subject to performance conditions: <ul style="list-style-type: none"> • 100% subject to performance conditions over three years: <ul style="list-style-type: none"> - external performance conditions: <ul style="list-style-type: none"> • relative performance of the Getlink SE ordinary share price (20%) compared to the performance of the GPR Getlink Index (including dividends) over a period of three years, • absolute share performance (20%); - internal performance conditions (60%): <ul style="list-style-type: none"> • EBITDA weighting (35%), • climate weighting: greenhouse gas emission reduction target (25%). Maximum potential percentage of share capital: 0.015%. The fair value (€11.92) on the date of allocation of the rights granted under the scheme has been calculated using the Black & Scholes model for the evaluation of non-market performance conditions and the Monte Carlo model for market performance conditions. Authorised by the Combined General Meeting on 14 May 2025 (resolution 18) and granted by decision of the Board which determined the general conditions of the plan.																		
Benefits in kind	1,476	1,476	Yann Leriche has a company car which represents a benefit in kind worth €1,476 in 2025.																		
Payment linked to taking up or leaving a position	n/a	n/a	Yann Leriche does not have the benefit of any severance payments in relation to the ending of his office.																		
Non-competition payment	n/a	n/a	Yann Leriche does not benefit from any non-competition agreement payment in relation to his office.																		
Supplementary pension plan	No amount is owed in respect of 2025	No amounts paid in 2025	Yann Leriche has benefited from the same supplementary pension plan offered to all senior managers above the B remuneration bracket. This plan, whose beneficiaries include people other than the Group's executive officers, is not a defined benefit plan. It is a defined contribution plan, as defined by Article 83 of the French General Tax Code and Article L. 242-1 of the French Social Security Code. In 2025, the employer contributions for this supplementary pension scheme amounted to €15,072 for the year.																		
Death, disability and health insurance schemes			Yann Leriche benefits from the company's death, disability and health insurance scheme.																		

No service provision agreement has been concluded with the chief executive officers.

Remuneration summary: Yann Leriche

Gross amounts (in euros)	2025		2024		2023	
	Due ⁽¹⁾	Paid ⁽²⁾	Due ⁽¹⁾	Paid ⁽²⁾	Due ⁽¹⁾	Paid ⁽²⁾
Fixed remuneration	600,000	600,000	575,000	575,000	475,000	475,000
Annual variable remuneration	665,700	572,256	572,256	371,410	371,410	414,000
Multi-annual variable remuneration	n/a	n/a	n/a	n/a	n/a	n/a
Exceptional remuneration	n/a	n/a	n/a	n/a	n/a	n/a
Board remuneration	49,400	33,880 ⁽³⁾	48,400	33,180 ⁽³⁾	43,250	29,120 ⁽³⁾
Benefits in kind	1,476	1,476	1,546	1,546	1,984	1,984
TOTAL	1,316,576	1,207,612	1,197,202	981,136	891,644	920,104

(1) Amounts due for the year.

(2) Amounts paid during the financial year. The variable annual remuneration awarded in respect of a financial year is paid during the following financial year. The variable remuneration paid in 2025 relates to payment of variable remuneration owed for the 2024 financial year.

(3) Amount paid during the year after deductions at source and social charges.

Multi-annual variable remuneration: Yann Leriche

	2025	2024	2023
Multi-annual variable remuneration	n/a	n/a	n/a

Summary of remuneration, options and shares: Yann Leriche

Gross amounts (in euros)	2025	2024
Remuneration due for the year	1,316,576	1,197,202
Value of multi-annual variable remuneration attributed during the year	-	-
Value of options granted during the year	-	-
Value of performance shares granted during the year	953,600	763,750
TOTAL	2,270,176	1,960,952

Performance condition shares granted during the year to Yann Leriche by the issuer and by any Group company

	2025 plan
Number of preference shares/free shares subject to performance conditions allocated during the period	80,000
Value of shares based on the method used for the consolidated financial statements	€11.92* per share subject to performance conditions, i.e. €953,600 for 80,000 ordinary shares
Vesting date	14/05/2025
End of lock-in period	14/05/2028
Performance condition	Section 5.1.2.1 of this Universal Registration Document

* The fair value (€11.92) on the date of allocation of the rights granted under the scheme has been calculated using the Black & Scholes model for the evaluation of non-market performance conditions and the Monte Carlo model for market performance conditions.

Performance condition shares becoming available to Yann Leriche during the financial year

Plan date and number	
Number of shares reaching the end of the lock-in period during the year	21,500
Vesting terms	TSR / working ratio / CSR performance
Year of grant	2022

Employment contract: Yann Leriche

	Employment contract with Getlink SE		Supplementary pension scheme		Payments or other benefits due or liable to be due as a result of termination of duties or change of role		Payment in respect of a non-compete clause	
	Yes	No	Yes	No	Yes	No	Yes	No
1 July 2020 to date		X	X			X		X

Yann Leriche does not have the benefit of a contract of employment in his capacity as Chief Executive Officer.

Remuneration owed to the Chairman for 2025

The remuneration due to the Chairman, Jacques Gounon, for the 2025 financial year consisted of fixed annual remuneration and a continuing benefit package (benefits in kind/director's remuneration/pension and death and disability benefits).

Annual fixed remuneration

Since 1 July 2023, the Chairman's fixed annual gross remuneration has been a gross annual amount of €450,000 giving a total amount due and paid of €450,000 gross for 2025.

Benefits in kind/Director's remuneration

For the 2025 financial year, the Chairman continued to benefit from the allowance for the use of a personal vehicle, which represents an annual amount of €11,400 (2024: €11,400).

He has received, in respect of his office as Director, director's remuneration in the same manner as the other members of the Board of Directors, as indicated in section 5.1.2.3 in Getlink SE's

2025 Universal Registration Document. In addition, like all the Group's officers who are individuals, Jacques Gounon is covered by the directors and officers liability insurance policy.

Retirement and death and disability benefits

Jacques Gounon benefited from the supplementary pension scheme available to all senior managers employed above the B remuneration bracket; the scheme, whose beneficiaries include people other than the Group's executive officers, is not a defined benefit scheme. It is a defined contribution scheme pursuant to Article 83 of the French General Tax Code and Article L. 242-1 of the French Social Security Code. Jacques Gounon having exercised his retirement rights in a previous financial year, including his rights under the supplementary pension scheme, the employer contributions for this supplementary pension scheme were €0 for the 2025 financial year.

The Chairman is covered by death and disability insurance and personal accident policy for Getlink SE's employees.

Remuneration due or awarded in relation to the 2025 financial year to Jacques Gounon, Chairman

Elements of remuneration	Amount due (euros)	Amount paid (euros)	Comments																		
Fixed remuneration	450,000	450,000	Gross annual fixed remuneration unchanged since 1 July 2023 when it was set at €450,000 p.a. by the Board i.e. a total amount due and paid of €450,000 for the 2025 financial year.																		
Annual variable remuneration	n/a	n/a	Jacques Gounon did not receive any annual variable remuneration.																		
Multi-annual variable remuneration	n/a	n/a	Jacques Gounon did not receive any multi-annual variable remuneration.																		
Deferred variable remuneration	n/a	n/a	Jacques Gounon did not receive any deferred variable remuneration.																		
Director's remuneration	51,400 (amount due for 2025)	35,980 (amount paid in 2025)	<p>Remuneration in respect of the director's term of office granted for the 2025 year The General Meeting of 14 May 2025 approved (resolution 14) the remuneration for the office of director in respect of the 2025 financial year. Distribution criteria:</p> <table border="1"> <thead> <tr> <th>Remuneration (€)</th> <th>Fixed part (annual)</th> <th>Variable part (meeting attendance)</th> </tr> </thead> <tbody> <tr> <td>Board of Directors</td> <td>20,400</td> <td>-</td> </tr> <tr> <td>Board meeting</td> <td>-</td> <td>3,000</td> </tr> <tr> <td>Committee meeting</td> <td>-</td> <td>1,000</td> </tr> <tr> <td>Committee meeting (chair)</td> <td></td> <td>2,500</td> </tr> <tr> <td>Seminar</td> <td></td> <td>4,500</td> </tr> </tbody> </table>	Remuneration (€)	Fixed part (annual)	Variable part (meeting attendance)	Board of Directors	20,400	-	Board meeting	-	3,000	Committee meeting	-	1,000	Committee meeting (chair)		2,500	Seminar		4,500
Remuneration (€)	Fixed part (annual)	Variable part (meeting attendance)																			
Board of Directors	20,400	-																			
Board meeting	-	3,000																			
Committee meeting	-	1,000																			
Committee meeting (chair)		2,500																			
Seminar		4,500																			
Exceptional remuneration	n/a	n/a	Jacques Gounon did not receive any exceptional remuneration.																		
Allocation of share options and/or performance shares	n/a	n/a	No performance shares were awarded to Jacques Gounon in respect of the 2025 plan.																		
Benefits in kind	11,400	11,400	Jacques Gounon receives an allowance for the use of his personal vehicle in accordance with the policy in force in the organisation.																		
Payment linked to taking up or leaving a position	n/a	n/a	Jacques Gounon received no payment in respect of the ending of his office as Chief Executive Officer. The company has made no commitment regarding the ending of the role as Chairman.																		
Non-competition payment	n/a	n/a	Jacques Gounon does not have a non-competition agreement.																		
Supplementary pension plan	n/a	n/a	Jacques Gounon has exercised his retirement rights to his supplementary pension and in 2025 no such employer contributions were paid in respect of him.																		
Death, disability and health insurance schemes			Jacques Gounon benefits from the company's death, disability and health insurance scheme.																		

Remuneration summary: Jacques Gounon

Gross amounts (in euros)	2025		2024		2023	
	Due ⁽¹⁾	Paid ⁽²⁾	Due ⁽¹⁾	Paid ⁽²⁾	Due ⁽¹⁾	Paid ⁽²⁾
Fixed remuneration	450,000	450,000	450,000	450,000	525,000	525,000
Annual variable remuneration	-	-	-	-	-	-
Multi-annual variable remuneration	n/a	n/a	n/a	n/a	n/a	n/a
Exceptional remuneration	n/a	n/a	n/a	n/a	n/a	n/a
Board remuneration	51,400	35,980 ⁽³⁾	52,400	35,280 ⁽³⁾	46,900	32,165 ⁽³⁾
Benefits in kind	11,400	11,400	11,400	11,400	11,400	11,400
TOTAL	512,800	497,380	513,800	496,680	583,300	568,565

(1) Amounts due for the year.

(2) Amounts paid during the year.

(3) Amount paid during the year after deductions at source and social charges.

Multi-annual variable remuneration for Jacques Gounon

	2025	2024	2023
Multi-annual variable remuneration	n/a	n/a	n/a

Summary of remuneration, options and shares: Jacques Gounon

Gross amounts (in euros)	2025	2024
Remuneration due for the year	512,800	513,800
Value of multi-annual variable remuneration attributed during the year	n/a	n/a
Value of options granted during the year	n/a	n/a
Value of performance shares granted during the year	n/a	n/a
TOTAL	512,800	513,800

Shares subject to performance conditions granted to Jacques Gounon during the year

	2025 plan
Number of performance shares/free shares subject to performance conditions allocated during the year	-
Value of shares based on the method used for the consolidated financial statements	-
Vesting date	-
End of lock-in period	-
Performance condition	-

Share options granted in 2025 to Jacques Gounon by the issuer and by any Group company

Plan date and number	2025-2013
Type of option (existing or newly issued shares)	n/a
Value of options based on the method used for the consolidated financial statements	n/a
Number of options granted during the year	n/a
Exercise price	n/a
Exercise period	n/a

Share options exercised by Jacques Gounon during the year

Plan date and number	
Value of options based on the method used for the consolidated financial statements (in euros)	n/a
Number of options exercised during the year	n/a
Exercise price (in euros)	n/a
Exercise date	n/a

Shares subject to performance conditions and preference shares available during the financial year for Jacques Gounon

Plan date and number	
Number of shares reaching the end of the lock-in period during the year	n/a
Vesting terms	n/a
Year of grant	n/a

Employment contract: Jacques Gounon

	Employment contract with Getlink SE		Supplementary pension scheme		Payments or other benefits due or liable to be due as a result of termination of duties or change of role		Payment in respect of a non-competition clause	
	Yes	No	Yes	No*	Yes	No	Yes	No
2007 to date		X		X		X		X

* Having claimed his rights, Jacques Gounon no longer benefits from the supplementary defined contribution pension scheme.

Remuneration of Board Directors in 2025

The Board Directors of Getlink SE receive remuneration in that capacity.

Overall remuneration package

The maximum annual total amount of attendance fees was set by the General Meeting of 30 April 2020 at €950,000 per annum. The amount has remained the same since then.

Distribution rules

In 2025, Directors' remuneration consists of a fixed portion and a variable portion proportionate to the attendance of Directors at meetings of the Board of Directors and of its committees, with an enhancement for the chairs.

The fixed portion is €1,700 per month and the variable portion is as follows:

- attendance at a Board meeting: €3,000 per meeting with an increase of €500 if a meeting is attended in person and it involves crossing a border;
- attendance at a Board committee meeting: €1,000.

Remuneration (euros)	Fixed part (annual base)	Variable part (meeting attendance)
Board of Directors	20,400	-
Board meeting	-	3,000
Committee meeting	-	1,000
Committee meeting (chair)	-	2,500
Seminar	-	4,500

Non-executive directors receive no other remuneration from Getlink.

Executive officers and senior management do not receive remuneration for their terms of office in other companies in the Group.

In addition, members of the Board of Getlink SE benefit from directors' and officers' liability insurance, as do all officers who are individuals.

Directors' remuneration for 2025

In accordance with the principles set out above, the total amount of directors' remuneration due by Getlink SE to its Directors for the 2025 financial year is €808,000 or 85.05% of the ceiling authorised by the Combined General Meeting. After taking account of French and foreign deductions at source, the net amount paid in respect of the 2025 financial year was €608,790 as detailed in the table below:

(€)	2025		2024	
	Due ⁽¹⁾	Paid ⁽²⁾	Due ⁽¹⁾	Paid ⁽²⁾
Jacques Gounon	51,400	35,980	52,400	35,280
Corinne Bach	60,900	41,580	60,400	41,580
Bertrand Badré	59,400	41,230	64,900	39,830
Elisabetta De Bernardi di Valserra	51,400	45,693	54,400	46,565
Mark Cornwall	51,900	45,257	51,900	44,385
Sharon Flood	61,900	53,977	63,900	52,669
Jean-Marc Janaillac	65,900	46,130	68,400	46,480
Yann Leriche	49,400	33,880	48,400	33,180
Marie Lemarié	49,400	35,280	52,400	42,482
Andrea Mangoni	21,494	14,208	-	-
Jean Mouton	26,406	22,824	48,400	33,180
Brune Poirson	48,400	33,880	51,400	35,280
Peter Ricketts	55,900	49,181	51,900	43,949
Benoît de Ruffray	47,400	33,880	48,400	33,180
Stéphane Sauvage	54,400	38,080	53,400	36,680
Philippe Vanderbec	52,400	37,730	52,900	35,280
TOTAL	808,000	608,790	823,500	600,000

(1) Amounts due for the year before deductions at source and social charges.

(2) Amounts paid during the year after deductions at source and social charges.

2026 remuneration policy (ex-ante vote)

The following constitutes the remuneration policy for the Chief Executive Officer, Chairman and Directors in accordance with article L. 22-10-8 of the French Commercial Code. This policy sets out the elements that make up the fixed and variable remuneration and explains the decision-making process for the determination, review, and implementation of the policy. It sets out the principles and the criteria applicable to the determination, allocation and distribution of the fixed, variable and exceptional elements that make up the total remuneration and benefits of any kind relating to the Chief Executive Officer, Chairman and Board of Getlink SE by reason of their appointment. Each year the policy is the subject of a vote during the General Meeting.

The 2026 remuneration policy for the Chief Executive Officer, the Chairman and Directors as set out below was agreed by the Board of Directors on 25 February 2026, upon the proposal of the Nomination and Remuneration Committee, which discussed it at several meetings with the benefit of comparables and an analysis presented by an external consultant. The elements of the remuneration policy presented below are the subject of resolutions to be submitted to the shareholders' General Meeting. If the Meeting does not approve these resolutions, the remuneration policy approved by the previous General Meeting will continue to apply.

The policy is reviewed annually by the Board of Directors on the recommendation of the Nomination and Remuneration Committee. It is consistent with Getlink's best interest, contributes to its long-term viability and plays a full role in the implementation of the strategy.

Principles

Chief Executive Officer, Chairman and Directors in office

Following the recommendation of the Nomination and Remuneration Committee, the Board wishes the remuneration policy for the chief executive officers to be simple, competitive, provide continuity over time and be measured and consistent with the Group's overall remuneration policy. The remuneration for the chief executive officers is mainly linked to the medium- and long-term growth of the intrinsic value of the company and share performance.

In line with what has been put in place previously, the Board has decided that the remuneration policy should take into account all the business's key challenges (whether strategic, social, societal and environmental), and not merely financial performance.

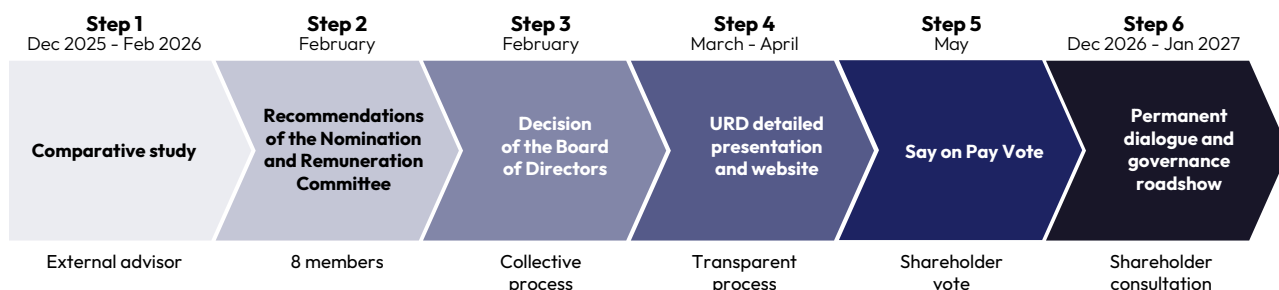
Upon the proposal of the Nomination and Remuneration Committee, the Board ensures that remuneration is aligned with the long-term interests of the company and of its shareholders. The variable remuneration of the chief executive officer aligns his interests with those of shareholders and other stakeholders, by incorporating performance targets based on economic, financial, environmental and societal indicators. The Board of Directors ensures that the various components of remuneration (fixed and variable remuneration, share options or shares and additional retirement benefits as the case may be) are commensurate and compliant with the principles set out in the Afep/Medef Code.

In particular, the Board adheres to the following guidance:

- **Completeness:** all elements that form part of the remuneration of chief executive officers are reviewed each year: the fixed and variable elements and long-term incentive plans, benefits in kind, Directors' remuneration and retirement conditions.
- **Intelligibility of the rules and balance:** the rules are simple, stable, transparent and, as far as is possible, long-lasting. Each element of remuneration is clearly substantiated and is in line with the organisation's best interests: the variable part intended to reflect the actual contribution of the chief executive officers to the

success of the Group changes according to criteria representing the results of the Group as well as the operational targets set for the year.

At the start of each financial year, the Board, on the recommendation of the Nomination and Remuneration Committee which leads the process, defines each of the objectives set for the chief executive officers for the relevant year and determines what proportion of the overall variable portion each of them may represent.



After the close of the financial year, the Nomination and Remuneration Committee evaluates the achievement of the targets and, based on recommendations from the Committee, the Board decides the variable part to be awarded to each chief executive officer. The variable remuneration awarded for a given financial year is therefore paid in the following year:

- The part based on the achievement of targets linked to the Group's intrinsic annual performance is based on financial indicators determined according to Group objectives.
- The part based on the achievement of operational targets is based on criteria set taking into account strategic objectives contained in the strategic plan and the five-year plan agreed by the Board, which correspond to required short-term actions that are essential for the business in the medium- to long-term. From the outset, Getlink SE's chief executive officer remuneration policy has been designed to support the high-level development vision of the Group and that is what prevails when the remuneration criteria are decided.

The strategy of the Group is orientated towards responsible growth, having regard for all stakeholders. The choice of sustainability performance criteria reflects the history and values of the Group, which has been committed from the outset to a policy of responsibility designed to balance economic performance, social fairness and environmental protection.

- Since 2012, CSR has been one of the criteria that determine the chief executive officers' variable remuneration.
- The long-term incentive plans are based on internal and external performance criteria so as to align the long-term financial interests of the shareholders in such a way as to reward the decisions of senior managers, which are crucial for the future of the business, and which could have an impact only over the long term. Since 2020, Getlink's performance share plans are aligned with the CSR strategy cycle.
- **Measurement:** remuneration is determined taking into account the general interests of the business, market practices and the performance of the chief executive officers. Each year, as set out in section 5.1.3 in Getlink SE's 2025 Universal Registration Document, the Nomination and Remuneration Committee receives two benchmarks from an independent firm specialising in the remuneration of chairmen and executive officers. The first benchmark is a historic panel composed of comparable organisations both in terms of revenue and headcount: Bic, Biomérieux, CCG, Edenred, Eramet, Eurofins Scientific, Eutelsat Communications, SEB group, Imerys, Ipsen, Ipsos, JC Decaux, Métropole TV (M6), Mersen, Rémy Cointreau, TF1, Ubisoft Entertainment, Vallourec, Vicat and Viridien. The second panel is made up of comparable companies in terms of market capitalisation (Next 20, excluding banks/insurance companies): Abivax, Alstom, Amundi, Ayvens, Biomérieux, Bouygues, Bureau Veritas, Capgemini, Covivo, Euronext, Gecina, Ipsen, Klepierre, Michelin, Renault, Rexel, Satorius Stedim Biotech, Sodexo, Technip

Energies, Unibail-Rodamco-Westfield and Veolia Environnement. From an incentive perspective, the aim is not to stand out from market practice.

In addition, since 2018 the relative performance of the Getlink SE share is assessed by reference to the Group's sectoral index, the GPR Getlink Index, created by an external firm specialising in creating indices, from a panel of stocks representative of the Group's activities. This index created by this firm is in accordance with a methodology that conforms with the EU directive UCITS (Undertakings for Collective Investments in Transferable Securities). The reference panel is composed of companies with comparable activities to those of Getlink. It includes the following companies:

- European transport infrastructure operators reflecting the Group's business (Vinci, Acciona, ADP etc);
- British transport operators reflecting Getlink's exposure to the UK (Firstgroup);
- a ferry operator for the cross-Channel activity (DFDS); and
- electricity undertakings taking into account Eleclink's contribution to results (Engie and National Grid).

GPR Getlink Index reference panel: Acciona, Air France, Aena SME SA, Aéroports de Paris, DFDS A/S, Eiffage SA, Enel, Engie SA, Ferrovia SA, Firstgroup PLC, Flughafen Zurich AG, Fortum, Fraport AG, IAG, Iren, Irish Continental Group, National Grid PLC and Vinci SA.

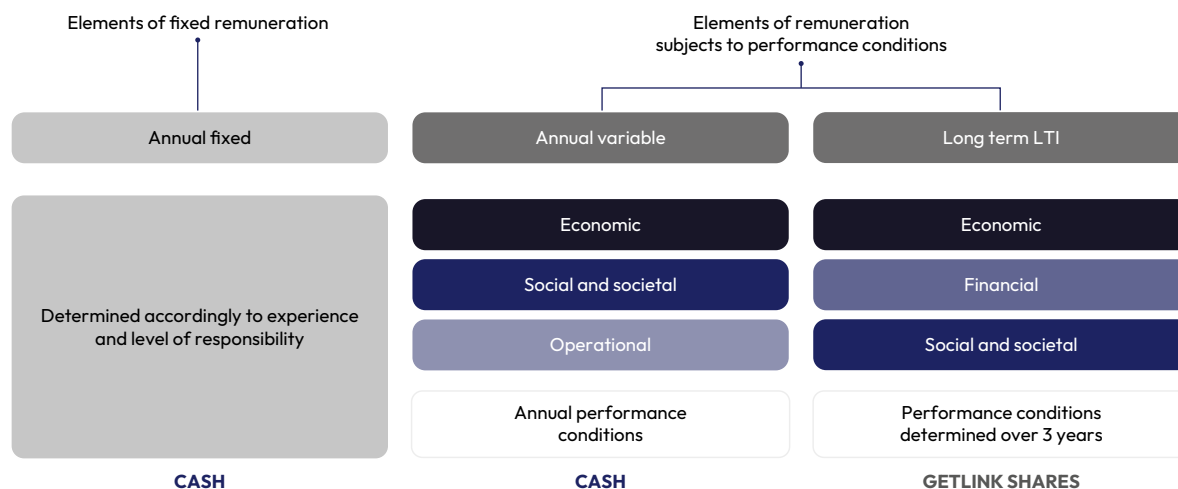
- **Internal and external consistency:** the Nomination and Remuneration Committee ensures that the remuneration policy proposed to the Board of Directors is:
 - adapted to each individual's responsibilities;
 - measured and consistent with the remuneration policy for the employees of the Group;
 - in line with comparable groups; in order to consider the consistency of the remuneration of the chief executive officers, the committee examines the positioning of their remuneration, in line with market practice, in relation to remuneration paid by peer groups; and
 - linked to the performance of the ordinary shares of Getlink SE, in the interests of optimising the performance of committed capital and to align incentives between chief executive officers and shareholders.

Chief Executive Officer's 2026 remuneration policy

The remuneration awarded is structured in a balanced way so as to reward both short- and long-term performance. The remuneration awarded varies in amount and criteria, so as to take into account the nature of their office, in terms of experience and responsibilities.

The remuneration of the Chief Executive Officer for 2026, in addition to his remuneration as a Board Director, will be comprised of:

- fixed annual remuneration;
- annual variable remuneration subject to performance criteria;
- benefits in kind;
- a supplementary defined contribution pension plan; and
- long-term variable remuneration in the form of performance shares.



In order to align the interests of the organisation with those of its shareholders and stakeholders, this remuneration structure is mainly based on a balance between short-term and long-term performance as assessed by the Board of Directors. Within this mix, the portion subject to performance conditions is predominant.

As an executive officer, the Chief Executive Officer does not benefit from an employment contract with Getlink.

The Chief Executive Officer, who did not benefit from any “golden hello” payment, does not have the benefit of any contractual severance or non-competition payment. He will not receive any free shares under the collective free share allocation plans set up by the organisation for the benefit of all Group employees.

Annual fixed remuneration for 2026

The Chief Executive Officer’s fixed annual remuneration is determined in accordance with his responsibilities and duties. By a decision taken on 28 February 2024, the Board of Directors increased the Chief Executive Officer’s fixed annual remuneration on 1 July 2024 – the date of the renewal of the Chief Executive Officer’s term of office – from a gross annual amount of €550,000 to one of €600,000. On 25 February 2026, the Board confirmed that the fixed annual remuneration of the Chief Executive Officer would remain unchanged in respect of 2026.

Annual variable remuneration for 2026

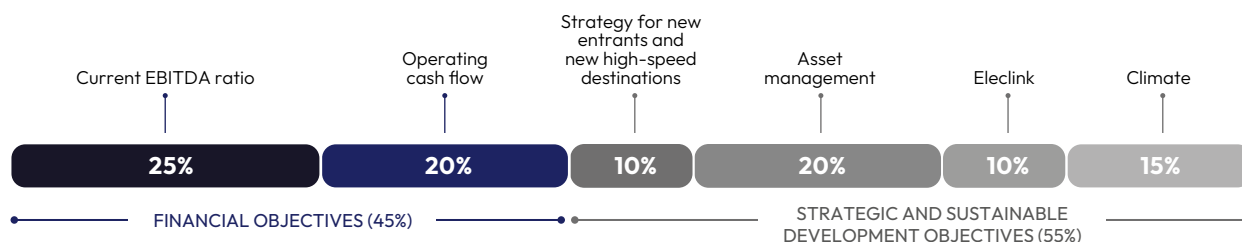
Annual variable remuneration is intended to reflect the personal contribution of the Chief Executive Officer of the Group to an improvement in its results. It is balanced in proportion to the fixed remuneration and determined as a percentage of the fixed remuneration.

The variable part is determined using an unchanged target remuneration equal to 100% of the Chief Executive Officer’s annual fixed remuneration i.e. for 2026 a base of €600,000. In view of Mercer’s findings described in section 5.1.3.2, which, due to base effects, place the Chief Executive Officer’s potential annual target variable remuneration below the level of the first quartile of the historical panel, as well as below the lowest quartile of the panel established on the basis of market capitalisation, the Board, on the recommendation of the Nomination and Remuneration Committee, has decided to raise the cap for quantitative criteria to 150%. Payment of the annual variable component is not deferred (beyond the vote at the General Meeting). It is based on criteria selected to support the strategy of the business.

The amount of variable remuneration in respect of the 2026 financial year will be determined by the Board of Directors in 2027 on the basis of the achievement of quantifiable targets. For 2026, it is made up of 45% financial criteria linked to current EBITDA and cash flow and aimed at rewarding economic performance, 15% sustainability criteria and 40% strategic criteria, as summarised in the table below.

The strategic parameters are set by the Board of Directors and evolve from one year to the next so that they remain appropriate for the coming year’s strategic, business and managerial challenges. They may in particular concern the implementation of the strategic direction agreed by the Board of Directors, major developments and projects and/or organisational and management actions. They are not ongoing tasks, but specific actions on which the Board of Directors expects particular performance following the setting of measurable objectives.

The Board has therefore ensured that the objectives set that can be objectively assessed are ones that are clearly linked to the implementation of the Group’s strategic priorities decided by the Board, which is a prerequisite for the realisation of the long-term strategic plan.



Financial objectives (45%)

The following two indicators enable the quality of the Group's economic and financial management to be assessed from various complementary angles:

- Profitability of the 2026 operations process (25%): improvement in the profitability of operations assessed with regard to the level of achievement of the objective determined by reference to the guidance relating to consolidated current EBITDA at constant exchange rates and scope.
- 2026 consolidated operating cash flow (20%) compared to the forecast by reference to the budget, at a constant exchange rate and scope (scope: Eurotunnel, Europorte and Eleclink).

Strategic objectives: operational and developmental (40%)

- Eurotunnel: in the context of the introduction of new destinations and the potential arrival of new entrants, as discussed in section 1.2.2.2, implementation of the operational cooperation strategy for the roll-out of new services (with potential new operators) (10%).
- Optimisation of the Eurotunnel asset management programme (particularly in respect of the Shuttles and key infrastructure programmes) (20%) described in section 1.5 of this Universal Registration Document.
- Eleclink (10%): implementation of a strategy to monitor the performance and behaviour of the asset to improve the availability of the interconnector.

Sustainability objective (15%)

Sustainability objective: reduce the Group's 2026 GHG direct emissions (Scopes 1 and 2) (in tonnes of CO₂ equivalent) by 32% like-for-like compared to 2019 emissions.

Details of objectives	Criterion weight	As a % of the reference amount		
		Minimum	Target	Maximum*
DETAILS OF QUANTITATIVE OBJECTIVES:				
Profitability of the operations process	25%	0%	25%	37.5%
Consolidated operating cash flow	20%	0%	20%	30%
Eurotunnel: new operators and new high-speed destinations	10%	0%	10%	15%
Optimisation of the Eurotunnel asset management programme	20%	0%	20%	30%
Eleclink	10%	0%	10%	15%
Sustainability: reduction in greenhouse gases	15%	0%	15%	22.5%
TOTAL QUANTITATIVE	100%	0%	100%	150%

* Each quantitative objective may result in up to 150% of the variable remuneration it represents.

Methodology

The targets for 2026 were determined by reference to the Group's budget and guidance as reviewed by the Board. For reasons of confidentiality, the financial targets set for each of the above quantitative criteria are not disclosed.

Since the published current EBITDA 2026 target is expressed in the form of a range (between €820 million and €860 million), the current EBITDA target for calculating this ratio will correspond to the mid-point of the guidance, with a progression between the low and high end of the guidance.

The financial data may be retreated for exceptional external factors, if any, in order to neutralise their impact and keep data genuinely comparable (e.g. at a constant exchange rate and scope of consolidation), as referred to in the first part of the presentation of the remuneration policy in section 5.1.1.1 of this Universal Registration Document.

The annual variable remuneration of the Chief Executive Officer is adjusted according to a scale, depending on the degree of achievement of the target concerned.

Payment rate (financial targets)*

Achievement rate*	-4.2	-2.10	-1.05	Target	+1.05	+2.10	+3.15	+4.21	+5
Payment rate	90%	93.34%	95%	100%	110%	120%	130%	140%	150%

* Differential percentage points by reference to a 100% target.

Payment rate (non-financial quantifiable targets)

Achievement rate	90%	95%	Target					150%
Payment rate	80%	90%	100%		Linear interpolation			150%

In accordance with the provisions of article L. 22-10-34-II of the French Commercial Code, payment in year N of the annual variable remuneration for year N-1 is subject to a favourable vote by the shareholders' General Meeting.

Long-term variable remuneration for 2026

Remuneration that creates medium- and long-term value for shareholders

The remuneration of the Chief Executive Officer must be linked to the medium- and long-term changes in the intrinsic value of the Group and share performance. Remuneration in shares is an element of Getlink's attractiveness as an employer since it seeks to converge the interests of employees and shareholders and to strengthen commitment to the Group.

Each year, on the recommendation of the Nomination and Remuneration Committee, the Board of Directors proposes to the General Meeting a Long Term Incentive (LTI) plan for the

operating officers and senior managers and other categories of Group employees (high potential or key contributors) in a position to promote the development of the business through their actions in the form of performance shares.

The Board's policy in this respect is characterised by control of the dilution of capital and multiple performance conditions spread over a number of years. Ordinary shares granted in respect of LTI plans are shares repurchased by the company under the buy-back scheme.

For 2026, the LTI plan will be structured as performance shares subject to performance criteria measured over three years. The performance shares allocated to the Chief Executive Officer and the Executive Committee will be wholly subject to internal and external performance conditions that are demanding, measured over a minimum period of three years and do not guarantee a minimum allocation or gain.

The related conditions are ambitious, as evidenced by the actual percentages of vested performance share action plans compared to the number of shares initially granted, presented in section 5.3 of this Universal Registration Document.

The performance conditions include internal and external performance conditions, which are calculated over a three-year period in order to ensure sustainable performance and to align the interests of senior management with those of shareholders and stakeholders over the long term.

On 27 May 2026, the General Meeting will be asked to authorise a long-term incentive plan for a maximum total of 600,000 shares. The plan includes senior executives and high potential key contributors, as well as the Chief Executive Officer for a limited grant. The number and value of shares that may be granted to the Chief Executive Officer under the resolutions put to the vote of shareholders at the General Meeting are limited, as mentioned in section 5.1.1.3 of this Universal Registration Document. Subject to the approval of the plan by the General Meeting of 27 May 2026, the final allocation of the ordinary shares will be based on achieving a number of cumulative performance criteria in line with those used by Getlink for previous plans, with a strengthening of the share performance criterion in absolute and relative terms (from 40% to **60%**).

The external performance condition (the **“market weighting”**) will be based on the dual performance of the Getlink ordinary shares i.e. in terms of both relative and absolute performance:

- Firstly, on the relative performance of the Getlink share i.e. the average performance – including dividends – (TSR) of the Getlink SE ordinary share over a period of three years compared to the Group’s sectoral GPR Getlink Index set out in the first part of the presentation of the remuneration policy in section 5.1.1.1 of this Universal Registration Document.

This element determines **30%** of the cumulative weighting (compared to 20% in the 2025 plan). The final grant of ordinary shares linked to this condition will vary according to the degree of achievement of the objective, bearing in mind that should the TSR of the Getlink SE ordinary share be strictly lower than the performance of the GPR Getlink Index over the aforementioned period of three years, no shares will be granted.

- Secondly, the absolute value performance of the Getlink share over a three-year period assessed in relation to the increase in the average share price over three years (“Final Price” = average share price for the third calendar year of the plan) compared with the initial share price (“Initial Price” = average share price for the grant calendar year).

This external performance condition determines **30%** of the cumulative weighting. The final grant of ordinary shares linked to this condition will vary according to the degree of achievement of the objective, bearing in mind that if the Final Price is lower than the Initial Price the number of ordinary shares obtained is equal to 0.

The first internal performance condition (the **“EBITDA weighting”**) of **20%** (compared to 35% in the 2025 plan), will be based on the organisation’s economic performance, assessed by reference to the Group’s average consolidated current EBITDA level of achievement over a three-year period covering the 2026, 2027 and 2028 financial years, at comparable exchange rates and scope. It will account for 20% of the cumulative weighting. The definitive allocation of shares linked to this condition would vary according to the level at which the objective is achieved, bearing in mind that should the average rate of achievement of current EBITDA for 2026, 2027 and 2028 be strictly less than 95% of the current EBITDA targets reported to the market by Getlink SE for the relevant years there will be no grant; and should the average rate of achievement of current EBITDA for these years be equal to or greater than 100% of the current EBITDA targets communicated to the market by Getlink SE for these years, 11% of the volume that could be allocated will be effectively allocated; the total being capped at 20%.

The second internal performance condition (the **“Climate weighting”**) will be based on the 2028 intermediate objective of reducing the direct greenhouse gas emissions (Scopes 1 and 2) of the Group (in tonnes of CO₂ equivalent) on a like-for-like basis compared to 2019 emissions as set out in section 6.1.2 of this Universal Registration Document. It will determine **20%** of the cumulative weighting.

Restrictive rules of detention and conservation

The allocations to the Chief Executive Officer shall be subject to the rules applicable to executive officers as set forth in section 5.1.1.3 of this Universal Registration Document.

Benefits in kind for 2026/Director’s remuneration for 2026

The Chief Executive Officer has a company car in accordance with the Group’s Human Resources company car scheme and will receive a fee for being a director in the same way as the other Board members.

Supplementary defined contribution pension plan/death and disability insurance for 2026

The Chief Executive Officer is treated in the same way as senior staff for the duration of his term of office and as such benefits from supplementary social benefit schemes, in particular the defined contribution pension scheme, the death and disability scheme and the healthcare costs scheme applicable to the company’s employees.

The Chief Executive Officer will not have a defined benefit pension plan. The Chief Executive Officer will benefit from a basic retirement benefits plan and a complementary pension plan.

The Chief Executive Officer will benefit from the supplementary pension plan applicable to all Getlink senior managers above the B remuneration bracket. This plan, whose beneficiaries include people other than the Group’s executive officers, is not a defined benefit plan. It is a collective defined contribution plan.

The Chief Executive Officer will be covered by a death and disability insurance and personal accident policy available to Getlink SE employees.

Payment for leaving office

No payments are due at the end of the term of office.

The Chairman’s 2026 remuneration policy

The Chairman’s remuneration for 2026 will consist of:

- a fixed annual remuneration; and
- benefits in kind/Director’s remuneration.

As is consistent with his non-executive role and in line with market practice, the Chairman of the Board of Directors does not receive any short-term annual variable remuneration in cash nor any multi-year remuneration nor does he benefit from a long-term incentive scheme.

Annual fixed remuneration for 2026

In 2026, the annual fixed remuneration of the Chairman remains unchanged at €450,000 gross per year since 1 July 2023.

Benefits in kind/Director’s remuneration for 2026

The Chairman will benefit from an allowance for the use of a personal vehicle in accordance with Getlink’s policy and, in respect of his office as a director, will receive Director’s remuneration in the same way as the other members of the Board of Directors.

Retirement

The Chairman has exercised his rights to the standard and complementary pension schemes as well as to the supplementary pension scheme.

Payment for leaving office

No payments are due at the end of the term of office of the Chairman.

Death and disabilities scheme

The Chairman is covered by the death and disabilities scheme and individual accident policy applicable to Getlink SE’s employees.

Directors' remuneration

The Directors of Getlink SE receive remuneration in respect of their office as directors.

The General Meeting of 30 April 2020 set the overall annual remuneration package of the Board of Directors at €950,000.

The principles applied by Getlink in reviewing its Directors' remuneration policy include:

- membership of one or more governance bodies: in addition to membership of the Board, directors' membership of specialist committees is eligible for additional remuneration. Committee chairmen and the Senior Independent Director receive specific remuneration in this respect; the workload and level of responsibility involved in membership of specialist committees, the effort and time devoted by Directors to the company are taken into account;
- attendance: the remuneration of the Directors includes a variable portion that is more important than the fixed portion, based on their individual effective attendance rate at the Board of Directors and the specialist committees; and
- the possibility of additional remuneration in specific cases, such as the Board strategy seminar, which results in additional remuneration being allocated to all Directors taking part.

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors, at its meeting of 25 February 2026, decided to propose to the General Meeting on 27 May 2026 that the total annual remuneration budget for the Board be increased to €1,250,000. Subject to the decision of the General Meeting, the Board has decided to revise the terms governing the allocation of Directors' remuneration, in place since 1 May 2023, which would be as follows:

- fixed monthly remuneration for Board members: €2,200 per month, with no uplift in the fixed portion for chairs;
- remuneration for attendance at Board meetings; €3,500 per meeting, with a higher payment for the strategy seminar (€5,000) or other ad hoc seminars and an increase of €500 per attendance in person at a Board meeting, if the travel involves crossing a border;
- remuneration for committee attendance: €1,500 per meeting, increased to €3,000 per meeting committee chairs; and
- the Senior Independent Director receives remuneration for this function equivalent to that of a Committee chair.

Remuneration (€)	Fixed portion (annual base)	Variable portion (meeting attendance)
Board of Directors	26,400	-
Board meeting	-	3,500
Committee meeting (excluding chair)	-	1,500
Committee meeting (chair) or being a part of the governance body (Senior Independent Director)	-	3,000
Seminar(s)	-	5,000

Equity ratios

Equity ratios established between the level of remuneration of Chief Executive Officer, Chairman and Directors and the average and median remuneration of the company's employees

In accordance with the provisions of order 2019-1234 of 27 November 2019 transposing EU Directive 2017/828, all companies whose securities are admitted to trading on a regulated market must set out in the corporate governance report the ratios between:

- the level of remuneration of each of the executive officers; and
- the average and median remuneration on a full-time equivalent basis of the company's employees.

Scope of calculation of ratios

In the interests of transparency and comparability, the scope used to determine the ratios has been extended on a voluntary basis to cover all Group entities (French and foreign Group companies).

The law applies only to the employees of the French listed company that prepares the corporate governance report (Getlink SE) and not to all employees of the French companies of the Group or of the Group itself.

The Board of Directors considered that the ratio established by taking into account only the employees of the French listed company is of little relevance for Getlink SE, which has very few employees in relation to the total workforce in France. The Board decided to supplement the information provided in accordance with the recommendations of the Afep/Medef Code by disclosing the hypothetical calculation of all French entities including the entities of the Europorte segment and, since this is a binational organisation, also to publish the ratio including the employees within the scope of the representative activity in the UK, i.e. Eurotunnel and Eleclink employees on the British side.

Elements of remuneration included

The ratios presented below have been calculated on the basis of the elements of remuneration paid or awarded during the financial year.

Remuneration elements taken into account in the numerator: Chief Executive Officer, Chairman and Directors

- the fixed remuneration paid during each financial year;
- the variable remuneration paid during each financial year;
- remuneration related to the role of Director paid during each financial year;
- benefits in kind paid during each financial year; and
- long-term share-based remuneration instruments granted during each financial year, taken into account on the grant date and at their IFRS grant value.

Remuneration elements taken into account in the denominator: employees continuously present from 1 January to 31 December of each year

In accordance with the principle adopted for the elements of remuneration of Chief Executive Officer, Chairman and Directors, the elements of remuneration paid (gross annual remuneration) are considered and any free shares and performance shares are taken into account on the grant date and at their IFRS grant value.

Presentation of the ratios for the five most recent financial years

The ratios are presented by role, taking into account the separation of the roles of Chairman (Jacques Gounon) and Chief Executive Officer (Yann Leriche) as of July 2020 and the end of the term of office of the Deputy Chief Executive Officer.

Accordingly, the equity ratios for each function performed for the 2025 year are presented for the Chairman and the Chief Executive Officer.

Equity ratio: remuneration of Chairman and chief executive officers / average remuneration of Group employees

All entities	2021	2022	2023	2024	2025
Chairman	21	13	11	9	9
Chief Executive Officer	18	25	28	31	37

Getlink SE	2021	2022	2023	2024	2025
Chairman	5	3	2	2	2
Chief Executive Officer	4	6	5	6	8

Equity ratio: remuneration of Chairman and chief executive officers / median remuneration of Group employees

All entities	2021	2022	2023	2024	2025
Chairman	22	14	12	10	10
Chief Executive Officer	19	27	31	34	41

Getlink SE	2021	2022	2023	2024	2025
Chairman	6	5	3	2	3
Chief Executive Officer	5	10	7	8	11

History of past plans: performance levels

	Type	Level of performance	
Available plans	2010	Options	100%
	2011	Options	50%
	2012	Options	75%
	2014	B preference shares	89%
	2015	C preference shares:	
		Level of allocation of preference shares: 66%	34%
	2016	Performance shares	64%
	2017	Performance shares	65%
	2018	D preference shares:	
		Executive officers	49.5%
		Employees who are not executive officers	64.5%
	2019	E preference shares	40.0%
	2020	Performance shares	50.0%
2021	Performance shares	22.5%	
2022	Performance shares	53.75%	
Plans not available	2023	Performance shares	n/a
	2024	Performance shares	n/a
	2025	Performance shares	n/a

The characteristics and exercise conditions of the current free share plans subject to performance conditions are set out in note E.4 to the consolidated financial statements in section 2.2.1 of this Universal Registration Document.

History of past plans: increasing the number of female beneficiaries

The Board of Directors is committed to increasing the number of women receiving long-term remuneration in shares.

Plan (year)	Number of beneficiaries	Number of women	Percentage of women
2021	35	7	20.0%
2022	36	9	25.0%
2023	53	18	34.0%
2024	59	20	33.9%
2025	65	21	32.3%

Brief summary

Summary

At €1,595 million, the Group's consolidated revenue for the 2025 financial year decreased by €10 million (-1%) compared to 2024, due in particular to the impact on Eleclink's revenue of the normalisation of the energy market and the suspensions of the electricity interconnector's activity during the first half of 2025. In contrast, revenue for the Eurotunnel and Europorte segments rose by 4% and 2% respectively. As at 31 December 2025, the Group recognised €55 million in other income for operating loss compensation related to the suspension of Eleclink's interconnector service between 25 September 2024 and 5 February 2025. Operating costs of €791 million were up by €12 million (2%) compared to 2024.

At €859 million for 2025, current EBITDA improved by €33 million compared to 2024, of which €32 million was due to Eurotunnel and €2 million for Europorte. After taking into account net financial expenses (including other financial income and charges) which were up by €1 million, the Group's pre-tax profit improved by €17 million to €316 million for 2025, compared to €299 million in 2024.

After taking into account a net tax income of €4 million (compared with a net tax income of €13 million in 2024, the Group's net consolidated result for the 2025 financial year was a profit of €320 million, compared to a profit of €312 million (restated) in 2024, an improvement of €8 million.

Improvement/(Deterioration) of result (€ million)	2025	2024 restated*	Change		2024 published
			€M	%	
Exchange rate €/£	1,165	1,165			1,184
Eurotunnel	1,198	1,157	41	+4%	1,166
Eleclink	225	280	(55)	-20%	280
Europorte	172	168	4	+2%	168
Revenue	1,595	1,605	(10)	-1%	1,614
Other income	55	-	55	-	-
Total turnover	1,650	1,605	45	+3%	1,614
Eurotunnel	(531)	(522)	(9)	-2%	(524)
Eleclink	(122)	(121)	(1)	-1%	(121)
Europorte	(138)	(136)	(2)	-1%	(136)
Operating costs	(791)	(779)	(12)	-2%	(781)
Current EBITDA**	859	826	33	+4%	833
Depreciation	(229)	(229)	-	-	(229)
Trading profit	630	597	33	+6%	604
Net other operating charges	(21)	(6)	(15)	-	(6)
Operating profit (EBIT)	609	591	18	+3%	598
Net finance costs	(279)	(250)	(29)	-12%	(253)
Other net financial charges	(14)	(42)	28	-	(41)
Pre-tax profit	316	299	17	+6%	304
Income tax income	4	13	(9)	-	13
NET CONSOLIDATED PROFIT FOR THE YEAR	320	312	8	+3%	317
<i>Current EBITDA excluding other income / revenue</i>	<i>50.4%</i>	<i>51.5%</i>	<i>-1.1pts</i>		<i>51.6%</i>

* Restated at the rate of exchange used for the 2025 income statement (£1=€1.165).

** Trading profit before depreciation charges.

Summary of the Group's consolidated balance sheet at 31 December 2025 and 31 December 2024

(€ million)	31 December 2025	31 December 2024
Exchange rate €/£	1,146	1,206
Fixed assets	6,614	6,649
Other non-current assets	607	629
Total non-current assets	7,221	7,278
Trade and other receivables	122	124
Other current assets*	165	135
Cash and equivalents and cash management financial assets	1,498	1,699
Total current assets	1,785	1,958
TOTAL ASSETS	9,006	9,236
Total equity	2,769	2,488
Financial liabilities	5,115	5,517
Interest rate derivatives	192	342
Other liabilities	930	889
TOTAL EQUITY AND LIABILITIES	9,006	9,236

* Cash management financial assets, recognised in the balance sheet as current financial assets, are included in this analysis with "Cash and cash equivalents".

Significant events

Issuance of new 2030 Green Bonds and redemption of 2025 Green Bonds

On 23 March 2025, Getlink SE completed the issuance of €600 million in senior secured green bonds (the "2030 Green Bonds"). The bonds were issued at par on 4 April 2025, bear interest at an annual rate of 4.125% and mature in April 2030.

The net proceeds from this issue, together with cash available on the balance sheet, were used to redeem the existing Green Bonds issued in 2020 for an amount of €850 million.

Information on the Green Bonds 2030 and the terms and conditions attached to them are detailed in note G.1.1 in Getlink SE's 2025 Universal Registration Document.

At the time of this issuance, S&P Global Ratings and Fitch Ratings raised Getlink SE's credit rating from BB to BB+, and S&P Global Ratings upgraded Eurotunnel's long-term debt rating from BBB (positive outlook) to BBB+.

Eleclink activity

As a reminder, a malfunction in the interconnector was detected on 25 September 2024, leading to the suspension of Eleclink's activity until 5 February 2025. In May 2025, a slight misalignment of the cable was detected in a limited area and, as a preventive measure, activity was suspended from 19 May to 2 June 2025.

Outlook, objectives, recent and post-balance sheet events

Post-balance sheet events are described in note L to the consolidated financial statements for the year set out in section 2.2.1 of this Universal Registration Document.

Recent trends

As indicated in the analysis of consolidated results in section 2.1 of this Universal Registration Document, the Group's 2025 results were marked by the normalisation of the energy market and the contribution of Eleclink. The 2025 results also reflect the continuing impact of Brexit on the Eurotunnel segment and intense competition in the cross-Channel market.

The Group's balanced business model limits the impact of the deteriorating geopolitical environment and economic situation in Europe and the United Kingdom on the Group's activities, particularly those of **Eurotunnel**. Furthermore, the initiatives taken by the Group

As at 31 December 2025, the Group recognised €55 million in insurance compensation for operating losses related to the suspension of activity between 25 September 2024 and 5 February 2025, of which €5 million was received in 2025 and the remaining €50 million will be received in 2026. This compensation is recognised in the income statement under Other income and the €50 million outstanding at 31 December 2025 in the balance sheet under Other receivables.

Acquisition by Getlink Customs Services

On 31 January 2025, the Group completed the acquisition of Associated Shipping Agencies (ASA) along with its subsidiary Boulogne International Maritime Services (BIMS), both key players in customs services between France and the United Kingdom.

Passenger Shuttle renovation programme: termination of contract by a supplier in charge of part of the programme

Arbitration proceedings were initiated by the Group in April 2025, following the termination by one of the suppliers of their contract relating to the Passenger Shuttle modernisation programme. The arbitration tribunal has been formed and arbitration is ongoing.

In accordance with the scenario prepared by the Group, the reorganisation of the programme is underway which will result in a longer renovation period, although maintenance plans will be reinforced to maintain the highest level of safety and quality of service to customers.

in terms of cost management and operational productivity, as well as its strategy focused on customer service, quality of service and strengthening its position as the green leader in European transport, are creating value and laying the foundations for the transformation of the business in the years to come.

The cross-Channel lorry market continues to be impacted by the economic slowdown in the United Kingdom, the long-term effects of Brexit and the decline in certain key sectors such as the automotive industry. Despite these factors and the intensification of competition in the Short Straits, the Truck Shuttle business maintains its market leadership position thanks to a targeted and segmented marketing strategy, continued focus on service quality, and expansion of the range of services offered to customers with the development of its paperless border formalities management offering, reinforced by the acquisitions of ChannelPorts in April 2024 and ASA and BIMS in January 2025.

In recent years, the Short Straits market has seen some ferry operators move towards a business model that differs from the social models applicable to domestic British and French shipping. In the United Kingdom and France, new regulations have been in force since 2024 to counter this development. These new regulations are gradually rebalancing the cost structures of the various players.

In 2025, the Group continued to focus on its competitive advantages – speed, simplicity and environmental friendliness – building on the fundamentals of its LeShuttle brand and an innovative, customer-focused marketing strategy that enabled it to maintain its premium positioning.

The cross-Channel passenger rail market has also continued to grow, with Eurostar passenger volumes exceeding their 2024 levels. Eurostar's plans for new destinations and announcements by new operators wishing to launch new high-speed passenger services between France and continental Europe confirm the strong growth potential of the international rail travel market between the United Kingdom and continental Europe. The Group is continuing to work in partnership with other infrastructure managers to accelerate the development of this market.

It should be noted that the implementation of EES – the biometric border control system in Europe – which was scheduled for October 2024, has been postponed until 2026. The work carried out on the terminals and the various simulations carried out using the digital tools developed give the Group confidence in its ability to maintain traffic flow despite these new controls.

In 2025, the Group continued its investment programme in the Fixed Link. This programme, which focuses on improving capacity and availability, innovation, obsolescence management and environmental sustainability, is a key element of the Group's strategy centred on the customer, strengthening the quality of its services and adapting its offering to the changing needs of its customers in order to promote growth and profitability.

Europorte continued its selective growth strategy in 2025, driven by sustained traction activity in France and in Socorail's infrastructure segment, as well as by the strong performance of its recent acquisitions.

With revenue of €225 million, **Eleclink's** activity in 2025 reflected the normalisation of the energy market and the suspensions of the electricity interconnector's activity until 5 February 2025 and between 19 May and 2 June 2025.

As of 15 February 2026, Eleclink has already secured revenue for 81% of its capacity for the year 2026, generating revenue of approximately €242 million, subject to the actual delivery of the service. Markets remain volatile in the current economic and geopolitical environment, and Eleclink is well positioned to benefit from this.

Discussions with regulators have progressed and have confirmed certain key parameters governing the practical implementation of the mechanism used to calculate the provision for the sharing of the interconnector's profits. Some questions remain to be clarified, notably with respect to the public formalisation of its application.

The Group is continuing its strategy of prudent cash management and, at 31 December 2025, maintained its high level of liquidity, with cash and cash management financial assets of €1,498 million.

Objectives and ambitions

In 2026, against a backdrop of economic uncertainty in Europe and the United Kingdom and with competition from ferry operators remaining intense, Getlink will continue to pursue its strategy of operational excellence in the service of its customers. The Group has set itself a target of consolidated current EBITDA for 2026 of between €820 million and €860 million, based on the current scope of consolidation and activity, an exchange rate of £1=€1.165 and a constant regulatory and tax environment, taking into account in particular:

- reasonable growth assumptions for Eurotunnel based on the commercial momentum observed at the beginning of the year in a competitive market environment. The central scenario assumes the gradual implementation of EES formalities on Eurotunnel sites between April and September 2026;
- revenue already secured for Eleclink as at 15 February 2026 (81% of the cable's capacity for 2026 has been sold for total revenue of €242 million, subject to actual delivery of the service), recent electricity market prices and the use of a method similar to that used for 2025 with regard to the provision for profit sharing in operating expenses.

Between 2026 and 2030, Getlink will enter a new phase of growth, with an ambition to reach a consolidated current EBITDA of €1 billion by 2030, supported by the continued momentum of its LeShuttle Passenger business, the gradual recovery of LeShuttle Freight traffic and a 2.3 million increase in the number of passengers on High-Speed Passenger Trains compared to 2025 on existing destinations⁽¹⁾.

Growth is expected to continue beyond 2030, with an acceleration in the growth of High-Speed Passenger Train traffic, driven by new capacity, new operators and the opening of new destinations (notably Germany and Switzerland). Getlink is preparing for a 10 million increase in the number of passengers on High-Speed Passenger Trains⁽²⁾ compared to 2025⁽³⁾ over the next decade⁽⁴⁾.

The High-Speed Passenger Trains business is described in section 1.2.2.a of this Universal Registration Document.

This confidence in the acceleration of growth in its historical businesses and the strength of its balance sheet in 2025 has enabled the Group to review its shareholder return policy.

Getlink is proposing a dividend of €0.80 per share in 2026 at the Annual General Meeting of 27 May 2026 and aims to gradually increase this by €0.05 per share per year over the next five years to reach €1 per share in 2030 (subject to approval by the shareholder general meetings in subsequent years).

Recent events

Between 1 January and 28 February 2026, LeShuttle Freight transported 190,254 trucks, a decrease of 3% compared to the same period in 2025.

Between 1 January and 28 February 2026, LeShuttle carried 235,375 passenger vehicles, a decrease of 5% compared with the same period in 2025.

Significant legal proceedings (section 3.2.1.2), litigation relating to Europorte's activities

In a ruling dated 3 March 2026, the Bordeaux Commercial Court ordered Europorte to pay the liquidator of Société de Manutention Portuaire d'Aquitaine (SMPA) the sum of €4,993,078 in respect of its contractual liability and €100,000 on the basis of the provisions of Article 700 of the Code of Civil Procedure. It dismissed the provisional enforcement of the decision. Europorte has decided to appeal.

(1) High-speed passenger services end-to-end between London, Paris, Brussels and Amsterdam.

(2) Based on the aggregate new capacity announced by operators currently in contention.

(3) In 2025, Eurostar High-Speed Passenger Trains carried 11,814,753 passengers through the Tunnel.

(4) Subject to the arrival of new capacity.

Table of Getlink SE parent company results for the last five financial years⁽¹⁾

	2025	2024	2023	2022	2021
CAPITAL AT END OF FINANCIAL YEAR					
Share capital (€)	220,000,000.00	220,000,000.00	220,000,000.00	220,000,000.00	220,000,011.42
Number of existing ordinary shares	550,000,000	550,000,000	550,000,000	550,000,000	550,000,000
Number of existing preference shares	-	-	-	-	1,142
Maximum number of future ordinary shares to be created on exercise of rights of holders of securities giving access to Getlink SE equity*	1,377,453	1,149,707	1,099,517	719,963	1,332,388
TRANSACTIONS AND RESULTS FOR THE YEAR (€'000)					
Revenue excluding tax	48,026	40,787	39,804	27,156	25,622
Payroll costs	4,856	5,138	4,515	3,917	4,681
Amount of benefits	3,674	2,578	2,171	1,927	2,364
Number of employees	25	23	15	15	21
Result before tax, employee participation and depreciation and provisions	417,761	223,859	122,481	(1,109)	(7,208)
Tax on profits	6,831	4,734	(1,197)	671	2,015
Result after tax, employee participation and depreciation and provisions	435,323	201,725	123,879	(17,297)	133
Distributed result**	440,000	314,414	297,733	270,508	54,057
EARNINGS PER SHARE (€)					
Result after tax, employee participation and before depreciation and provisions	0.77	0.42	0.22	NS	(0.01)
Result after tax, employee participation and depreciation and provisions	0.79	0.37	0.23	(0.03)	-
Dividend per ordinary share**	0.80	0.58	0.55	0.50	0.10

* For details, see note H.2 of the consolidated accounts in section 2.2.1 of this Universal Registration Document.

** Subject to approval by the General Meeting on 27 May 2026 of the appropriation of the 2025 result.

(1) These company results are presented in accordance with French rules and regulations. These results relate only to Getlink SE as parent company and should be distinguished from the Getlink Group's consolidated results as presented in sections 2.1 and 2.2.1 of this Universal Registration Document.



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