

ORPEA
Combined General Meeting , Thursday 28 July 2022

VOTE RESULTS

CAPITAL SHARES: 64 693 392

	Resolution	Type	Vote Time	Valid for majority				Not valid for majority			Presents & Represented		% of shares capital	Excluded voting rights	State of adoption
				For	%	Against	%	Abstain	Invalid	Not voted	Shares	Votes			
1	Approval of the individual financial statements for the year ended 31 December 2021	Ordinary	28/07/2022 12:08:47	35 952 410	99,380%	224 158	0,620%	51 136	0	32 824	23 555 364	36 260 528	36,41%	0	Carried
2	Approval of the consolidated financial statements for the year ended 31 December 2021	Ordinary	28/07/2022 12:09:18	35 952 396	99,380%	224 140	0,620%	51 342	0	32 650	23 555 364	36 260 528	36,41%	0	Carried
3	Allocation of the company's net profit for the year ended 31 December 2021	Ordinary	28/07/2022 12:09:47	36 131 829	99,789%	76 413	0,211%	19 497	0	32 789	23 555 364	36 260 528	36,41%	0	Carried
4	Related-party agreement – Approval of the exceptional remuneration awarded to Olivier Lecomte, Director	Ordinary	28/07/2022 12:10:25	36 041 770	99,542%	165 747	0,458%	21 539	0	31 242	23 555 364	36 260 298	36,41%	230	Carried
5	Appointment of Laurent Guillot as Director	Ordinary	28/07/2022 12:10:52	36 110 403	99,716%	102 994	0,284%	15 849	0	31 282	23 555 364	36 260 528	36,41%	0	Carried
6	Appointment of Isabelle Calvez as Director	Ordinary	28/07/2022 12:11:20	36 102 533	99,732%	97 019	0,268%	16 234	0	44 742	23 555 364	36 260 528	36,41%	0	Carried
7	Appointment of David Hale as Director	Ordinary	28/07/2022 12:11:47	36 102 957	99,731%	97 261	0,269%	15 421	0	44 889	23 555 364	36 260 528	36,41%	0	Carried
8	Appointment of Guillaume Pepy as Director	Ordinary	28/07/2022 12:12:14	35 924 746	99,332%	241 420	0,668%	63 000	0	31 362	23 555 364	36 260 528	36,41%	0	Carried
9	Appointment of John Glen as Director	Ordinary	28/07/2022 12:12:40	36 088 799	99,664%	121 665	0,336%	18 790	0	31 274	23 555 364	36 260 528	36,41%	0	Carried
10	Appointment of Mazars S.A. as Statutory Auditor	Ordinary	28/07/2022 12:13:09	36 133 637	99,807%	69 806	0,193%	12 143	0	44 942	23 555 364	36 260 528	36,41%	0	Carried
11	Renewal of Deloitte & Associés as Statutory Auditor	Ordinary	28/07/2022 12:13:36	33 501 463	92,535%	2 702 463	7,465%	11 735	0	44 867	23 555 364	36 260 528	36,41%	0	Carried
12	Non-renewal of BEAS as alternate Statutory Auditor	Ordinary	28/07/2022 12:14:05	36 145 240	99,844%	56 588	0,156%	13 716	0	44 984	23 555 364	36 260 528	36,41%	0	Carried
13	Approval of the information referred to in paragraph I of Article L. 22-10-9 of the French Commercial Code relating to the remuneration of corporate officers, pursuant to Article L. 22-10-34 I of said Code	Ordinary	28/07/2022 12:14:39	35 756 529	98,782%	440 778	1,218%	18 332	0	44 889	23 555 364	36 260 528	36,41%	0	Carried
14	Approval of the fixed, variable and exceptional components of the total remuneration and benefits in kind paid during or awarded for the year ended 31 December 2021 to Mr Philippe Charrier, Chairman of the Board of Directors	Ordinary	28/07/2022 12:15:17	35 555 973	98,175%	660 846	1,825%	12 534	0	31 175	23 555 364	36 260 528	36,41%	0	Carried
15	Approval of the fixed, variable and exceptional components of the total remuneration and benefits in kind paid during or awarded for the year ended 31 December 2021 to Mr Yves Le Masne, Chief Executive Officer	Ordinary	28/07/2022 12:15:58	157 986	0,436%	36 061 512	99,564%	9 855	0	31 175	23 555 364	36 260 528	36,41%	0	Not Carried
16	Approval of the remuneration policy of the Directors for financial year 2022	Ordinary	28/07/2022 12:16:27	36 026 854	99,580%	151 936	0,420%	36 899	0	44 839	23 555 364	36 260 528	36,41%	0	Carried
17	Approval of the remuneration policy of Mr Yves Le Masne, Chief Executive Officer until 30 January 2022, for the financial year 2022	Ordinary	28/07/2022 12:16:58	35 777 573	98,778%	442 674	1,222%	9 106	0	31 175	23 555 364	36 260 528	36,41%	0	Carried
18	Approval of the remuneration policy of Mr Philippe Charrier, Chairman and Chief Executive Officer from 30 January to 30 June 2022, for the financial year 2022	Ordinary	28/07/2022 12:17:30	27 494 598	75,913%	8 723 844	24,087%	10 943	0	31 143	23 555 364	36 260 528	36,41%	0	Carried
19	Approval of the remuneration policy of the Chairman of the Board of Directors, for financial year 2022	Ordinary	28/07/2022 12:17:58	36 027 153	99,515%	175 706	0,485%	12 919	0	44 750	23 555 364	36 260 528	36,41%	0	Carried
20	Approval of the remuneration policy of the Chief Executive Officer, for financial year 2022	Ordinary	28/07/2022 12:18:26	35 256 049	97,352%	959 052	2,648%	12 745	0	32 682	23 555 364	36 260 528	36,41%	0	Carried
21	Approval of the fixed, variable and exceptional components of the total remuneration and benefits in kind paid during or awarded from 1 January 2022 to 28 July 2022 to Mr Philippe Charrier	Ordinary	28/07/2022 12:19:02	26 284 241	72,599%	9 920 633	27,401%	10 620	0	45 034	23 555 364	36 260 528	36,41%	0	Carried
22	Authorisation to be granted to the Board of Directors to trade in the Company's shares	Ordinary	28/07/2022 12:19:32	34 159 716	94,359%	2 041 963	5,641%	13 960	0	44 889	23 555 364	36 260 528	36,41%	0	Carried

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23	Authorisation to be granted to the Board of Directors to reduce the share capital by cancelling treasury shares	Extraordinary	28/07/2022 12:20:02	31 865 454	88,019%	4 337 411	11,981%	13 039	0	44 974	23 555 714	36 260 878	36,41%	0	Carried
24	Delegation of authority to the Board of Directors to increase the Company's share capital by issuing ordinary shares and/or negotiable securities carrying rights to the Company's share capital and/or negotiable securities conferring entitlement to the award of debt securities, with pre-emption rights for shareholders	Extraordinary	28/07/2022 12:20:40	35 935 468	99,251%	271 103	0,749%	9 365	0	44 942	23 555 714	36 260 878	36,41%	0	Carried
25	Delegation of authority to the Board of Directors to issue, by means of public offerings other than those referred to in 1° of Art. L. 411-2 of the French CMF, ordinary shares and/or negotiable securities carrying rights to the Company's share capital and/or conferring entitlement to the award of debt securities, without pre-emption rights	Extraordinary	28/07/2022 12:21:24	34 595 670	95,554%	1 609 674	4,446%	9 140	0	46 394	23 555 714	36 260 878	36,41%	0	Carried
26	Delegation of authority to the Board of Directors to issue, by means of public offerings referred to in 1° of Art. L. 411-2 of the French CMF, ordinary shares of the Company and/or negotiable securities carrying rights to the share capital and/or conferring entitlement to the award of debt securities, without pre-emption rights	Extraordinary	28/07/2022 12:22:07	34 410 017	95,044%	1 794 235	4,956%	10 252	0	46 374	23 555 714	36 260 878	36,41%	0	Carried
27	Delegation of authority to the Board of Directors for the purpose of increasing the number of securities to be issued in the event of capital increases, with or without pre-emption rights for shareholders	Extraordinary	28/07/2022 12:22:39	33 887 472	93,604%	2 315 551	6,396%	11 461	0	46 394	23 555 714	36 260 878	36,41%	0	Carried
28	Authorisation granted to the Board of Directors in the event of issuance of shares or negotiable securities carrying rights to the Company's share capital, without pre-emption rights for shareholders, with a view to setting the issue price under the terms approved by the Annual General Meeting, up to 10% of the Company's share capital	Extraordinary	28/07/2022 12:23:19	34 349 333	94,872%	1 856 645	5,128%	8 478	0	46 422	23 555 714	36 260 878	36,41%	0	Carried
29	Delegation of power to the Board of Directors for the purpose of increasing the share capital in consideration for contributions in kind made to the Company in the form of equity or other negotiable securities carrying rights to the share capital, without pre-emption rights for shareholders, up to 10% of the Company's share capital	Extraordinary	28/07/2022 12:23:58	35 898 139	99,113%	321 136	0,887%	8 825	0	32 778	23 555 714	36 260 878	36,41%	0	Carried
30	Delegation of authority to the Board of Directors to decide on an increase in the Company's share capital by incorporation of reserves, profits or premiums, or similar	Extraordinary	28/07/2022 12:24:30	36 084 664	99,671%	118 951	0,329%	10 889	0	46 374	23 555 714	36 260 878	36,41%	0	Carried
31	Authorisation to be granted to the Board of Directors to award free shares of the Company, free of consideration, to employees and/or corporate officers of the Company and its subsidiaries, without pre-emption rights for shareholders	Extraordinary	28/07/2022 12:25:04	31 751 634	87,702%	4 452 425	12,298%	11 845	0	44 974	23 555 714	36 260 878	36,41%	0	Carried
32	Delegation of authority to the Board of Directors for the purpose of carrying out capital increases for members of a corporate savings plan, without pre-emption rights for shareholders	Extraordinary	28/07/2022 12:25:38	36 050 364	99,581%	151 566	0,419%	12 384	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
33	Delegation of authority to the Board of Directors to issue ordinary shares of the Company and/or negotiable securities carrying rights to the Company's share capital, free of consideration and/or against payment, immediately or in the future, and reserved for categories of beneficiaries as part of an employee shareholding operation	Extraordinary	28/07/2022 12:26:17	36 047 437	99,577%	153 115	0,423%	13 762	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
34	Amendment to Article 14 of the Articles of Association relating to the method of exercising executive management	Extraordinary	28/07/2022 12:26:46	36 046 839	99,582%	151 278	0,418%	16 197	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
35	Amendment to Article 15-1 of the Articles of Association relating to Directors representing the employees on the Board of Directors	Extraordinary	28/07/2022 12:27:16	36 047 989	99,602%	144 067	0,398%	22 258	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
36	Amendment of Article 17 of the Articles of Association providing for written consultation of the directors	Extraordinary	28/07/2022 12:27:47	36 070 353	99,646%	128 011	0,354%	15 950	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
37	Amendment of Article 15 of the Articles of Association providing for staggered terms of office for directors	Extraordinary	28/07/2022 12:28:16	36 117 288	99,777%	80 859	0,223%	16 134	0	46 597	23 555 714	36 260 878	36,41%	0	Carried
38	Amendment of Article 23 of the Articles of Association providing for the possibility to appoint more than two Statutory Auditors	Extraordinary	28/07/2022 12:28:46	36 106 606	99,751%	90 058	0,249%	17 650	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
39	Update of the Articles of Association in line with applicable laws and regulations	Extraordinary	28/07/2022 12:29:13	36 082 529	99,672%	118 898	0,328%	12 887	0	46 564	23 555 714	36 260 878	36,41%	0	Carried
40	Powers for formalities	Ordinary	28/07/2022 12:29:39	36 133 455	99,812%	68 112	0,188%	12 397	0	46 564	23 555 364	36 260 528	36,41%	0	Carried