

ORPEA  
Combined General Meeting , Friday 22 December 2023

**VOTE RESULTS**

CAPITAL SHARES: 129 870 475 357

	Resolution	Type	Vote Time	Valid for majority				Votes not valid for majority (Abstain+Invalid+Not voted)	Presents & Represented		% of shares capital	Excluded voting rights	State of adoption
				For	%	Against	%		Shares	Votes			
1	Approval of the individual financial statements for the year ended 31 December 2022	Ordinary	22/12/2023 11:43:24	79 907 939 470	99,20%	646 671 728	0,80%	14 707 594 646	95 258 929 726	95 262 205 844	73,35%	0	Carried
2	Approval of the consolidated financial statements for the year ended 31 December 2022	Ordinary	22/12/2023 11:43:53	79 904 826 882	99,19%	649 711 169	0,81%	14 707 667 793	95 258 929 726	95 262 205 844	73,35%	0	Carried
3	Allocation of the Company's net profit for the year ended 31 December 2022	Ordinary	22/12/2023 11:44:21	79 904 942 822	99,19%	649 822 961	0,81%	14 707 440 061	95 258 929 726	95 262 205 844	73,35%	0	Carried
4	Approval of agreements covered by Statutory Auditors' special report pursuant to Article L.225-38 of the French Commercial Code	Ordinary	22/12/2023 11:44:49	76 077 255 482	99,15%	649 702 392	0,85%	18 535 247 970	95 258 929 726	95 262 205 844	73,35%	0	Carried
5	Ratification of Laure Duhot's appointment by co-option as Director	Ordinary	22/12/2023 11:45:16	79 406 402 496	96,79%	2 630 502 802	3,21%	13 225 300 546	95 258 929 726	95 262 205 844	73,35%	0	Carried
6	Ratification of Mireille Faugère's appointment by co-option as Director	Ordinary	22/12/2023 11:45:43	79 406 067 347	96,79%	2 630 780 791	3,21%	13 225 357 706	95 258 929 726	95 262 205 844	73,35%	0	Carried
7	Appointment of Caisse des Dépôts et Consignations as Director	Ordinary	22/12/2023 11:46:10	80 156 763 370	96,41%	2 987 160 309	3,59%	12 118 282 165	95 258 929 726	95 262 205 844	73,35%	0	Carried
8	Appointment of CNP Assurances as Director	Ordinary	22/12/2023 11:46:35	80 156 806 833	96,41%	2 987 120 521	3,59%	12 118 278 490	95 258 929 726	95 262 205 844	73,35%	0	Carried
9	Appointment of Mutuelle Assurance Instituteur France (MAIF) as Director	Ordinary	22/12/2023 11:47:03	80 156 789 703	96,41%	2 987 305 690	3,59%	12 118 110 451	95 258 929 726	95 262 205 844	73,35%	0	Carried
10	Appointment of MACSF Epargne Retraite as Director	Ordinary	22/12/2023 11:47:29	80 156 921 676	96,41%	2 984 985 471	3,59%	12 120 298 697	95 258 929 726	95 262 205 844	73,35%	0	Carried
11	Appointment of Philippe Grangeon as Director	Ordinary	22/12/2023 11:47:55	74 987 618 131	94,55%	4 326 218 886	5,45%	15 948 368 827	95 258 929 726	95 262 205 844	73,35%	0	Carried
12	Appointment of Sibylle Le Maire as Director	Ordinary	22/12/2023 11:48:22	76 247 633 541	96,13%	3 066 234 237	3,87%	15 948 338 066	95 258 929 726	95 262 205 844	73,35%	0	Carried
13	Appointment of Frédérique Mozziconacci as Director	Ordinary	22/12/2023 11:48:51	76 312 255 173	96,22%	3 001 842 310	3,78%	15 948 108 361	95 258 929 726	95 262 205 844	73,35%	0	Carried
14	Appointment of Mahkameh Brunel as Director	Ordinary	22/12/2023 11:49:17	75 563 956 058	96,62%	2 646 220 876	3,38%	17 052 028 910	95 258 929 726	95 262 205 844	73,35%	0	Carried
15	Approval of the amendment to the remuneration policy of the Chief Executive Officer, Laurent Guillot, in respect of the 2022 financial year	Ordinary	22/12/2023 11:49:48	74 595 127 337	90,93%	7 443 843 983	9,07%	13 223 234 524	95 258 929 726	95 262 205 844	73,35%	0	Carried
16	Approval of the information referred to in the Article L.22-10-9 of the French Commercial Code relating to the compensation of corporate officers, pursuant to Article L.22-10-34 I of said Code.	Ordinary	22/12/2023 11:50:20	75 575 917 213	92,12%	6 462 012 869	7,88%	13 224 275 762	95 258 929 726	95 262 205 844	73,35%	0	Carried
17	Approval of the fixed, variable and exceptional components of the total compensation and benefits of any kind paid during the year ended 31 December 2022 or awarded in respect of the same year to Yves Le Masne, Chief Executive Officer until 30 January 2022	Ordinary	22/12/2023 11:50:57	9 302 276 695	11,19%	73 840 770 225	88,81%	12 119 158 924	95 258 929 726	95 262 205 844	73,35%	0	Not Carried
18	Approval of the fixed, variable and exceptional components of the total compensation and benefits of any kind paid during the year ended 31 December 2022 or awarded in respect of the same year to Guillaume Pepy, Chairman of the Board of Directors since 28 July 2022	Ordinary	22/12/2023 11:51:34	75 572 966 949	92,12%	6 466 216 534	7,88%	13 223 022 361	95 258 929 726	95 262 205 844	73,35%	0	Carried
19	Approval of the fixed, variable and exceptional components of the total compensation and benefits of any kind paid during the year ended 31 December 2022 or awarded in respect of the same year to Laurent Guillot, Chief Executive Officer since 1 July 2022.	Ordinary	22/12/2023 11:52:10	74 596 124 858	90,93%	7 443 208 047	9,07%	13 222 872 939	95 258 929 726	95 262 205 844	73,35%	0	Carried
20	Approval of the 2023 remuneration policy for Directors	Ordinary	22/12/2023 11:52:39	75 573 587 022	99,14%	656 528 064	0,86%	19 032 090 758	95 258 929 726	95 262 205 844	73,35%	0	Carried

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21	Approval of the 2023 remuneration policy for the Chairman of the Board of Directors	Ordinary	22/12/2023 11:53:08	75 573 850 653	99,14%	654 819 041	0,86%	19 033 536 150	95 258 929 726	95 262 205 844	73,35%	0	Carried
22	Approval of the 2023 remuneration policy for the Chief Executive Officer	Ordinary	22/12/2023 11:53:36	75 573 757 171	94,40%	4 483 130 942	5,60%	15 205 317 731	95 258 929 726	95 262 205 844	73,35%	0	Carried
23	Authorization to be granted to the Board of Directors to trade in the Company's shares	Ordinary	22/12/2023 11:54:05	81 871 701 302	99,19%	664 673 173	0,81%	12 725 831 369	95 258 929 726	95 262 205 844	73,35%	0	Carried
24	Authorization to be granted to the Board of Directors to reduce the Company's capital by cancelling treasury shares	Extraordinary	22/12/2023 11:54:36	80 226 089 882	96,81%	2 643 731 925	3,19%	12 392 384 037	95 258 929 726	95 262 205 844	73,35%	0	Carried
25	Reverse split of the Company's shares by allocation of one (1) new share with a par value of 10 euros for 1,000 existing shares with a par value of 0.01 euro each - Delegation of powers to the Board of Directors to implement the reverse split	Extraordinary	22/12/2023 11:55:13	83 953 638 929	99,98%	19 869 451	0,02%	11 288 697 464	95 258 929 726	95 262 205 844	73,35%	0	Carried
26	Share capital reduction as a result of losses, by way of reducing the par value of the Company's shares - Delegation of power to the Board of Directors to implement the share capital reduction	Extraordinary	22/12/2023 11:55:45	77 511 628 202	96,72%	2 632 462 331	3,28%	15 118 115 311	95 258 929 726	95 262 205 844	73,35%	0	Carried
27	Delegation of powers to the Board of Directors to issue and allocate free share warrants, without pre-emption rights for shareholders, to Caisse des Dépôts et Consignations, Mutuelle Assurance Instituteur France, CNP Assurances and MACSF Epargne Retraite	Extraordinary	22/12/2023 11:56:19	12 327 376 277	65,55%	6 477 454 897	34,45%	11 288 583 972	30 090 139 028	30 093 415 146	23,17%	65 168 790 698	Not Carried
28	Delegation of powers to the Board of Directors to issue and allocate free share warrants, without pre-emption rights for the shareholders, to members of the SteerCo or their respective affiliates, a category of persons meeting specified characteristics	Extraordinary	22/12/2023 11:56:56	71 046 676 792	91,57%	6 543 616 872	8,43%	12 915 258 047	90 502 275 593	90 505 551 711	69,69%	4 756 654 133	Carried
29	Authorization to be granted to the Board of Directors to award shares of the Company free of consideration to employees and/or corporate officers of the Company and of entities related to the Company within the meaning of Article L. 225-197-2 of the French Commercial Code, without pre-emption rights for shareholders	Extraordinary	22/12/2023 11:57:32	75 065 554 228	93,18%	5 490 786 670	6,82%	14 705 864 946	95 258 929 726	95 262 205 844	73,35%	0	Carried
30	Delegation of authority to the Board of Directors to issue ordinary shares in the Company and/or securities giving access to the Company's capital, free of charge and/or against payment, immediately or in the future, and reserved for certain categories of beneficiaries as part of an employee share ownership plan.	Extraordinary	22/12/2023 11:58:07	76 044 937 225	94,40%	4 511 506 514	5,60%	14 705 762 105	95 258 929 726	95 262 205 844	73,35%	0	Carried
31	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	22/12/2023 11:58:40	74 355 068 344	92,30%	6 201 448 402	7,70%	14 705 689 098	95 258 929 726	95 262 205 844	73,35%	0	Carried
32	Restatement of the Company's Articles of Association	Extraordinary	22/12/2023 11:59:07	76 681 273 619	98,10%	1 483 726 638	1,90%	17 097 205 587	95 258 929 726	95 262 205 844	73,35%	0	Carried
33	Powers for formalities	Ordinary	22/12/2023 11:59:32	80 241 222 715	99,20%	647 687 346	0,80%	14 373 295 783	95 258 929 726	95 262 205 844	73,35%	0	Carried