

## ADDITIONAL INFORMATION ON THE COMPENSATION AND THE FINANCIAL CONDITIONS OF THE TERMINATION OF MR. YVES LE MASNE AS CEO OF ORPEA

Puteaux, 16 June 2022

In addition to the financial conditions of the termination of Mr. Yves Le Masne as Chief Executive Officer of ORPEA as decided by the Board of Directors and published on January 30, 2022, the Board of Directors of April 28, 2022 took the following decisions on the recommendations of the Appointments and Remuneration Committee.

They take into account, in particular, the crisis faced by the Group and its stakeholders since the publication of a book containing allegations of dysfunctions.

i) **2021 Annual variable compensation**

On the basis of the quantifiable and qualitative criteria set out in the compensation policy approved by the 2021 Shareholders' Meeting, the gross annual variable compensation of Mr. Yves Le Masne for the fiscal year ending December 31, 2021 would amount € 563,666.67.

The payment of this variable annual compensation to Mr. Yves Le Masne is subject to the approval of the resolution relating to the 2021 compensation of the Chief Executive Officer, which will be submitted to the 2022 Shareholders' Meeting, in accordance with Article L. 22-10-34 of the French Commercial Code.

The Board of Directors will recommend shareholders not to approve such resolution. If such resolution is rejected, no variable compensation will be paid to him.

ii) **2019, 2020 and 2021 performance shares plans**

The Board of Directors has decided not to exercise its option to waive the presence condition in certain performance share plans.

Mr. Yves Le Masne has therefore lost all vested rights as of the date of termination of his CEO duties under the 2019, 2020 and 2021 plans.

iii) **Compensation policy for 2022**

The Board of Directors has decided not to provide for a severance payment in the compensation policy applicable to Mr. Yves Le Masne as from January 1, 2022. Subject to the approval by the Shareholders' Meeting 2022 of this remuneration policy, Mr. Yves Le Masne will not receive any indemnity for the termination of his CEO duties.

It is reminded that Mr. Yves Le Masne does not benefit from any specific supplementary pension scheme or indemnities in consideration of a non-competition undertaking.

It is also recalled that the 2022 compensation policy would only provide for the granting to Mr. Yves Le Masne of the fixed part of his annual compensation on a *pro rata temporis* basis, to the exclusion of any variable compensation, in addition to the other benefits of any kind enjoyed by Mr. Yves Le Masne (unemployment insurance, company car and application of the collective provident and health plans) until January 30, 2022.

## About ORPEA ([www.orpea-corp.com](http://www.orpea-corp.com))

Founded in 1989, ORPEA is one of the world leaders in Dependency care (nursing homes, assisted living, post-acute and rehabilitation hospitals, mental health hospitals, home care services)

ORPEA is listed on Euronext Paris (ISIN code: FR0000184798) and is a member of the SBF 120, STOXX 600 Europe, MSCI Small Cap Europe and CAC Mid 60 indices.

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