

# RESULTS OF THE VOTES OF THE COMBINED GENERAL MEETING OF SHAREHOLDERS OF MAY 3, 2024

Paris, May 3, 2024

The Shareholders General Meeting of Klépierre SA, held today, at the Pavillon Cambon Capucines, 46 rue Cambon – 75001 Paris and chaired by the Chairman of the Supervisory Board, Mr. David Simon, **approved all the resolutions submitted to it.**

**The final quorum was 83.04%**, representing **3,357** shareholders present or represented and holding a total of **237,139,599** shares.

Details of the voting results and the general quorum for the Combined General Meeting are set out in **Appendices 1 and 2.**



## Appendix 1: Results of the votes

KLEPIERRE  
Combined General Meeting , Friday 3 May 2024

**VOTE RESULTS**

CAPITAL SHARES: 286 861 172

Resolution	Type	Vote Time	Votes valid for majority				Votes not valid for majority (Abstain+Invalid+Not voted)	Presents & Represented		Shares valid for majority		Excluded voting rights	State of adoption	
			For	%	Against	%		Shares	Votes	For + Against	% of shares capital			
1	Approval of the Company financial statements for the fiscal year ended December 31, 2023 – Approval of non-deductible expenses and costs	Ordinary	03/05/2024 10:01:38	236 167 186	99,89%	261 995	0,11%	707 818	237 136 999	237 136 999	236 429 181	82,42%	0	Carried
2	Approval of the consolidated financial statements for the fiscal year ended December 31, 2023	Ordinary	03/05/2024 10:02:16	236 170 870	99,89%	263 135	0,11%	702 994	237 136 999	237 136 999	236 434 005	82,42%	0	Carried
3	Appropriation of net income for the fiscal year ended December 31, 2023 and setting of the dividend	Ordinary	03/05/2024 10:02:53	236 000 771	99,53%	1 124 596	0,47%	11 632	237 136 999	237 136 999	237 125 367	82,66%	0	Carried
4	Approval of the Statutory Auditors' special report on the agreements referred to in Article L. 225-86 of the French Commercial Code	Ordinary	03/05/2024 10:03:34	237 094 838	>99,99%	17 540	<0,01%	24 621	237 136 999	237 136 999	237 112 378	82,66%	0	Carried
5	Appointment of Deloitte & Associés as joint Statutory Auditor in charge of certifying sustainability information	Ordinary	03/05/2024 10:04:14	230 082 523	97,03%	7 039 527	2,97%	14 949	237 136 999	237 136 999	237 122 050	82,66%	0	Carried
6	Appointment of Ernst & Young Audit as joint Statutory Auditor in charge of certifying sustainability information	Ordinary	03/05/2024 10:04:54	232 960 225	98,24%	4 161 842	1,76%	14 932	237 136 999	237 136 999	237 122 067	82,66%	0	Carried
7	Re-appointment of David Simon as a member of the Supervisory Board	Ordinary	03/05/2024 10:05:30	167 107 909	70,48%	70 005 100	29,52%	23 990	237 136 999	237 136 999	237 113 009	82,66%	0	Carried
8	Re-appointment of John Carrafiell as a member of the Supervisory Board	Ordinary	03/05/2024 10:06:06	235 867 057	99,47%	1 245 702	0,53%	24 240	237 136 999	237 136 999	237 112 759	82,66%	0	Carried
9	Re-appointment of Steven Fivel as a member of the Supervisory Board	Ordinary	03/05/2024 10:06:42	216 432 441	91,28%	20 679 489	8,72%	25 069	237 136 999	237 136 999	237 111 930	82,66%	0	Carried
10	Re-appointment of Robert Fowlds as a member of the Supervisory Board;	Ordinary	03/05/2024 10:07:18	229 750 138	96,89%	7 362 978	3,11%	23 883	237 136 999	237 136 999	237 113 116	82,66%	0	Carried
11	Appointment of Anne Carron as a member of the Supervisory Board to replace Rose-Marie Van Lerberghe	Ordinary	03/05/2024 10:07:56	235 800 140	99,45%	1 311 572	0,55%	25 287	237 136 999	237 136 999	237 111 712	82,66%	0	Carried
12	Approval of the 2024 compensation policy for the Chairman of the Supervisory Board and the other members of the Supervisory Board	Ordinary	03/05/2024 10:08:32	235 931 639	99,50%	1 173 672	0,50%	31 688	237 136 999	237 136 999	237 105 311	82,66%	0	Carried
13	Approval of the 2024 compensation policy for the Chairman of the Executive Board	Ordinary	03/05/2024 10:09:07	219 825 861	92,71%	17 279 062	7,29%	32 076	237 136 999	237 136 999	237 104 923	82,65%	0	Carried
14	Approval of the 2024 compensation policy for the members of the Executive Board (excluding the Chairman)	Ordinary	03/05/2024 10:09:42	220 099 010	92,83%	17 000 505	7,17%	37 484	237 136 999	237 136 999	237 099 515	82,65%	0	Carried
15	Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code relating to the compensation of corporate officers paid during or allotted for the fiscal year ended December 31, 2023	Ordinary	03/05/2024 10:10:20	222 602 118	93,88%	14 501 665	6,12%	33 216	237 136 999	237 136 999	237 103 783	82,65%	0	Carried
16	Approval of the fixed, variable and exceptional components of the total compensation and benefits in kind paid during or allotted for the fiscal year ended December 31, 2023 to David Simon in his capacity as Chairman of the Supervisory Board	Ordinary	03/05/2024 10:11:00	236 832 262	99,88%	275 448	0,12%	29 289	237 136 999	237 136 999	237 107 710	82,66%	0	Carried
17	Approval of the fixed, variable and exceptional components of the total compensation and benefits in kind paid during or allotted for the fiscal year ended December 31, 2023 to Jean-Marc Jestin in his capacity as Chairman of the Executive Board	Ordinary	03/05/2024 10:11:41	224 576 929	95,15%	11 446 187	4,85%	1 113 883	237 136 999	237 136 999	236 023 116	82,28%	0	Carried
18	Approval of the fixed, variable and exceptional components of the total compensation and benefits in kind paid during or allotted for the fiscal year ended December 31, 2023 to Stéphane Tortajada in his capacity as Chief Financial Officer, member of the Executive Board	Ordinary	03/05/2024 10:12:21	225 831 392	95,68%	10 191 824	4,32%	1 113 783	237 136 999	237 136 999	236 023 216	82,28%	0	Carried

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			For	%	Against	%		Shares	Votes	For + Against	% of shares capital		
19 Authorization, for a period of 18 months, to trade in the Company's shares, not to be used during a public offer	Ordinary	03/05/2024 10:12:56	235 319 669	99,31%	1 645 335	0,69%	171 995	237 136 999	237 136 999	236 965 004	82,61%	0	Carried
20 Amendment to Article 7 of the Company's bylaws to refer to the application of the legal rules of equivalence for calculating the applicable thresholds in the bylaws	Extraordinary	03/05/2024 10:13:34	237 078 431	>99,99%	6 025	<0,01%	55 143	237 139 599	237 139 599	237 084 456	82,65%	0	Carried
21 Amendment to Article 12 of the Company's bylaws to bring it into line with the provisions of Article L. 225-25 of the French Commercial Code (Code de commerce)	Extraordinary	03/05/2024 10:14:11	237 087 670	>99,99%	8 791	<0,01%	43 138	237 139 599	237 139 599	237 096 461	82,65%	0	Carried
22 Amendment to Article 25 of the Company's bylaws to remove the reference to two Alternate Statutory Auditors	Extraordinary	03/05/2024 10:14:49	237 097 227	>99,99%	5 171	<0,01%	37 201	237 139 599	237 139 599	237 102 398	82,65%	0	Carried
23 Powers for formalities	Ordinary	03/05/2024 10:15:23	237 114 520	>99,99%	2 395	<0,01%	20 084	237 136 999	237 136 999	237 116 915	82,66%	0	Carried

## Appendix 2: General quorum

**KLEPIERRE**  
**Annual General Meeting, Friday 3 May 2024**

**QUORUM**

CAPITAL SHARES	286 861 172
OWN SHARES HELD	1 303 599
VOTING SHARES	285 557 573
REQUIRED QUORUM: 25% OF VOTING SHARES	71 389 394

**The quorum reached is 83.04%**

It represents 237,139,599 shares for 3,357 shareholders

83.04% of the 285,557,573 shares entitled to vote

	SHAREHOLDERS	SHARES	%	VOTES
<b>Presents</b>	85	27 588	0,01%	27 588
<b>Represented</b>	1	100	0,00%	100
<b>Proxies to chairman</b>	514	64 391 073	22,55%	64 391 073
<b>Direct votes</b>	2 757	172 720 838	60,49%	172 720 838
<b>Total</b>	3 357	237 139 599	83,04%	237 139 599

**THE GENERAL MEETING MAY VALIDLY DELIBERATE**