



nexity

Governance presentation

April 2024

Reiwa – Nexity's future head office – Saint-Ouen (Seine-Saint-Denis)

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All financial figures presented are based on operational reporting (according to IFRS but with joint ventures proportionately consolidated). As changes are calculated based on exact figures, there may be rounding differences between reported figures, subtotals and totals.

Agenda

- 01 Corporate governance**
- 02 Remuneration policy**
- 03 Financial authorizations**
- 04 Appendices**



01

Corporate governance

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External evaluation of the Board of Directors in 2023



Work of the Board of Directors assessed by a consultant specialising in governance studies (Beyond)
under the supervision of the Senior Independent Director

Composition of the Board

Strengths:

- **Adequate composition** (number of seats and balance between independent and non independent directors)
- **Financial profiles**

Changes recorded by the Board:



- **Expansion of the Board's skills** in the context of future renewals
 - Two directors with profiles that are both complementary and compatible with the other directors will be presented at the next AGM
- **Strengthening of the integration programme for new directors**
 - Tailored integration pathways and targeted training

Board committee procedure

Strengths:

- **Very positive assessment** of the contribution of the Audit and Accounts Committee and the Remuneration, Appointments and CSR Committee
- This very high level of trust between the Board and these Committees enables efficient decision-making during Board meetings

Recommendations:

- **Creation of a dedicated CSR Committee**

Changes approved by the Board:

- Committee created on 3 April 2024



- **Positive assessment of the role and missions of the Board : high level of commitment and professionalism**
- **Optimal preparation of the Committees**
- **Significant changes already agreed by the Board and effective immediately**

News and issues to be addressed by the AGM in 2024



RESIGNATIONS / DEPARTURES

Myriam El Khomri



Resignation on 14 December 2023 due to her appointment as Chairman of the Supervisory Board of CDC Habitat, preventing from any conflict of interest



Proposal for the ratification of the cooptation of Florence Verzelen as Director
(5th resolution)

Karine Suzzarini



Departure of the Board due to the disposal of the property management to individuals business to Bridgepoint



Ongoing replacement
To be appointed by the Group Works Council held on 22 April 2024

END OF TERMS

Luce Gendry



End of term and loss of independence status.
Luce Gendry didn't wish to stand for renewal



Proposal for the nomination of Enrique Martinez as Director
(6th resolution)

Jérôme Grivet



End of term



Proposal of renewal
(7th resolution)

Magali Smets



End of term



Proposal of renewal
(8th resolution)

Luc Touchet



End of term



Proposal for the nomination of a Director representing the shareholders' employees between 2 profiles
(9th & 10th resolutions)

Separation of Vice-Chairman and Senior Independent Director roles



Separation of the roles after the departure of Luce Gendry

➤ **This split strengthens the counter-power towards the Chairwoman of the Board**

Vice-Chairman of the Board



Charles-Henri Filippi

**Chairman of the Remuneration,
Appointments and CSR Committee**

Profile:

- **Independent**
- Director since 2016
- Expertise : Strategy and investment, Governance, Real estate and real estate financing, Financial Services (banking and insurance), CSR

Main role

- Act in place of the Chairwoman of the Board if necessary (convene meetings, submit a draft agenda, chair meetings)
- May convene executive sessions

Senior Independent Director



Agnès Nahum

**Chairwoman of the Audit and Accounts
Committee after the next AGM**

Profile:

- **Independent**
- Director since 2015
- Expertise : Finance, Strategy and investment, Governance, Financial Services (banking and insurance), CSR
- Member of the Remuneration, Appointments and CSR Committee
- Member of the Strategy and Investment Committee

Main role

- Coordinates meetings of independent directors
- Supervises the formal assessment of the work of the Board of Directors
- Is the point of contact for Board members in the event of a conflict of interest

➤ **In charge of the shareholders' requests who want a direct dialogue with members of the Board**

2 new experienced directors with complementary profiles with the other members of the Board

FLORENCE VERZELEN Nomination as independant Director



A graduate of École Polytechnique et Corps des Mines, Florence Verzele has worked for more than 20 years in international organisations in various sectors such as energy and software. In 2007, she was appointed Advisor in the Office of the Secretary of State for European Affairs to manage issues related to trade and industry. From 2008 to 2017, she held executive positions within the Engie group, first as Head of Acquisitions for the Exploration and Production business, then moving to Qatar to take over the Senior Management of GDF Suez Qatar. She then returned to a Corporate function as Director of the Group's Purchasing Performance Plan. Her final position at Engie was as Chief Operating Officer for Europe and Russia.

Since January 2018, she has been Executive Vice-President in charge of Industry, Marketing and Sustainability at Dassault Systèmes. She oversees the strategy, sales and operations of 12 industry segments served by Dassault Systèmes.*

* Listed company

ENRIQUE MARTINEZ Nomination as independant Director



A graduate in Economics from IESE Business School in Madrid, Enrique Martinez began his career at Toys"R"Us. In 1998, he joined the Fnac group with the task of establishing and developing the brand in Portugal. He then held various positions within the Group between Spain and Portugal. In 2004, he became a member of the Executive Committee as Chief Executive Officer of the Iberian region. In 2012, he was called to France to lead the France and Northern Europe region (France, Belgium, Switzerland). Over a period of 19 years, Enrique Martinez made a significant contribution to the development of the Fnac group. In July 2016, he was entrusted with the task of merging the Fnac and Darty brands in France, which in just a few months would lead to the creation of the first synergies between the two brands.

Since July 2017, he has been Chief Executive Officer of Fnac Darty*.

* Listed company

➤ Complementarity profiles selected by Beyond, the external consultancy that also carried out the Board assessment

- Operational/business experience in different sectors of activity
- CSR and international dimension vs. a more financial profiles overall

➤ If approved, the Board will remain in fully compliant with the recommendations of the AFEP-MEDEF Code

50%

Women⁽¹⁾

60%

Independant Directors ⁽¹⁾

4
years

Respect for staggered terms of office

¹ In accordance with Afep-Medef Code – Directors representing the employees are not to be included in the calculation

4 specialised committees of the board after the AGM of 23 May 2024

Audit and Accounts Committee

Chairwoman: Agnès Nahum
(independent)

Members :

Magali Smets (independent)
Soumia Belaidi-Malinbaum (independent)
CM Arkéa (Bertrand Blanpain)
Jérôme Grivet
Enrique Martinez (independent)

6 members

67% of independent members ⁽¹⁾

50% of women ⁽¹⁾

Remuneration and Appointments Committee

Chairman: Charles-Henri Filippi
(independent)

Members :

Agnès Nahum (independent)
Soumia Belaidi-Malinbaum (independent)
Bruno Catelin

4 members

100% of independent members ⁽¹⁾

67% of women ⁽¹⁾

new

CSR Committee

Chairwoman: Magali Smets
(independent)

Members :

Soumia Belaidi-Malinbaum (independent)
Florence Verzelen (independent)
Enrique Martinez (independent)

4 members

100% of independent members ⁽¹⁾

75% of women ⁽¹⁾

Strategy and Investment Committee

Chairwoman: Véronique Bédague

Members :

Agnès Nahum (independent)
Magali Smets (independent)
CM Arkéa (Bertrand Blanpain)
Jérôme Grivet
La Mondiale (Bruno Angles)
Charles-Henri Filippi (independent)

7 members

43% of independent members ⁽¹⁾

43% of women ⁽¹⁾

02

Remuneration policy

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Secteur E du Village des athlètes - Les Belvédères— Saint-Ouen (Seine Saint Denis)



2023 ex post: non-discretionary and challenging remuneration



- As part of the Board of Directors' review of the ex post 2023 remuneration of executive company officers, the directors noted that :
 - **Most of the criteria set one year ago**, in line with their expectations in terms of corporate performance at the beginning of 2023, **had become unattainable** over the course of the year
 - The **target thresholds** (on all of the quantitative criteria) were set in the context of a market that has undergone a profound transformation (guidance revised in July 2023)

- In the absence of qualitative criteria, the Board of Directors could not assess the **good management of the Company by the Chairwoman and CEO during a period of deep crisis in the sector**, nor the handling of the major strategic challenges :
 - The achievement at the end of 2023 of the guidance revised in July
 - The speed of execution of the strategic refocus that took place in October 2023 on urban regeneration and the deployment of the serviced property activities: disposal of Services to individual business and Portuguese and Polish activities
 - The creation of the Villes et Commerces property venture with Carrefour in November 2023
 - The signing of a partnership with Mirabaud AM, allowing for the outsourcing of the carrying risk of up to 90% on large-scale urban regeneration projects

Mathematical nature of the criteria didn't allow the work carried out by the managers to be valued

2023 remuneration (ex post) – 12th resolution

Véronique Bédague – Chairwoman & CEO



*Fixed
remuneration*
€750k



*Annual variable
remuneration*
€650k (for 100%)



75% Financial targets

25% ESG targets



***LTIP**
Free performance shares*

Annual variable remuneration criteria	Min	Max	Max amount	Achievement %	Amount awarded
50% based on the level of current operating profit at end 2023	0%	110%	357.500 €	0%	0 €
15% based on the level of leverage ratio at end 2023	0%	110%	107.250 €	0%	0 €
5% based on the level of market share target at end 2023	0%	110%	35.750 €	100%	32.500 €
5% based on the level of revenue of managed real estate business at end 2023	0%	100%	32.500 €	80%	26.000 €
25% based on meeting CSR and HR criteria					
15% according to the carbone performance	0%	100%	97.500 €	100%	97.500 €
10% according to the group gender diversity policy	0%	110%	71.500 €	110%	71.500 €
TOTAL			702.000 €	32%	227.500 €

➤ **A low achievement rate, reflecting challenging targets**

2023 remuneration (ex post) – 13th resolution

Jean-Claude Bassien – Deputy CEO



*Fixed
remuneration*
€500k



*Annual variable
remuneration*
€400k (for 100%)



75% Financial targets

25% ESG targets



LTIP
Free performance shares

Annual variable remuneration criteria	Min	Max	Max amount	Achievement %	Amount awarded
50% based on the level of current operating profit at end 2023	0%	110%	220.000 €	0%	0 €
15% based on the level of leverage ratio at end 2023	0%	110%	66.000 €	0%	0 €
5% based on the level of market share target at end 2023	0%	110%	22.000 €	100%	20.000 €
5% based on the level of revenue of managed real estate business at end 2023	0%	100%	20.000 €	80%	16.000 €
25% based on meeting CSR and HR criteria					
15% according to the carbone performance	0%	100%	60.000 €	100%	60.000 €
10% according to the group gender diversity policy	0%	110%	44.000 €	110%	44.000 €
TOTAL			432.000 €	32%	140.000 €

➤ **A low achievement rate, reflecting challenging targets**

2024 remuneration (ex ante) – 14th to 16th resolutions



Common remuneration principles :

- **Stable level** of remuneration vs 2023
- **Well balanced mix**: ~1/3 annual fixed – ~1/3 annual variable – ~1/3 LTIP

Véronique Bédague - Chairwoman & CEO

**Fixed
remuneration**
€750k

+

**Annual variable
remuneration**
€650k
(for 100% - max 110% for certain
objectives)



80% quantitative objectives
20% qualitative objectives

+

LTIP
Free performance shares
~€750k
calculated on a share price of ~€16¹
i.e 47,000 shares

Jean-Claude Bassien Deputy CEO

**Fixed
remuneration**
€500k

+

**Annual variable
remuneration**
€400k
(for 100% - max 110% for certain objectives)



80% quantitative objectives
20% qualitative objectives

+

LTIP
Free performance shares
~€450k
Calculated on a share price of ~€16¹
i.e 28,000 shares

2024 remuneration (ex ante) – criteria for both company officers



			V. Bedague	JC. Bassien	
	Fixed remuneration		750.000 €	500.000 €	
	Variable remuneration (for 100% achievement of objectives)		650.000 €	400.000 €	
Annual variable remuneration criteria	Min	Max	Max amount for V. Bedague	Max amount for JC. Bassien	Comments
Quantitative objectives: 80%			568.750 €	350.000 €	
30% based on the level of 2024 leverage ratio	0%	110%	214.500 €	132.000 €	No amount awarded for less than 10% decrease
20% based on the level of 2024 operating profit	0%	110%	143.000 €	88.000 €	No amount awarded if the operating profit is not positive
15% based on the number of strategic and financial partnerships entered into in 2024	0%	110%	107.250 €	66.000 €	
10% based on the carbone performance on building permits submitted in 2024	0%	110%	71.500 €	44.000 €	
5% based on the Group's gender diversity policy	0%	100%	32.500 €	20.000 €	
Quanlitative objectives: 20%			130.000 €	80.000 €	
10% based on the deployment and management of the Group transformation	0%	100%	65.000 €	40.000 €	
10% based on the overhaul of the organisation and adaptation to the new context	0%	100%	65.000 €	40.000 €	
TOTAL			698.750 €	430.000 €	
	Maximum amount in % of the total variable remuneration		108%	108%	
	Maximum amount in % of the fixed remuneration		93%	86%	

Variable remuneration breakdown: 2024 ex ante for both Véronique Bédague & Jean-Claude Bassien

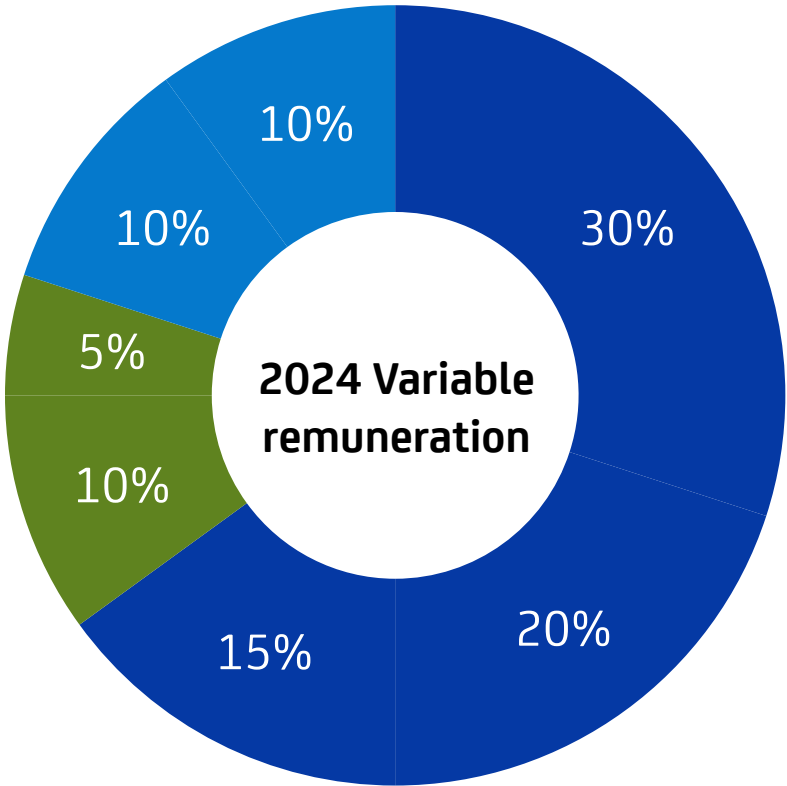


Qualitative objectives : 20%

- **10%** for the deployment and management of the Group’s accelerated transformation towards an urban operator model
- **10%** for the overhaul of the organisation and the adaptation of the Company to the new context

Quantitative ESG objectives : 15%

- **10%** for carbon performance compared to the 2023 ER 2020 thresholds for building permits submitted in 2024
- **5%** for the progress made on the Group's gender diversity policy as measured by the percentage of women in the Group's governing bodies



Quantitative financial objectives : 65%

- **30%** in respect of the Group’s net debt -> **If there is less than a 10% decrease, no amount will be awarded**
- **20%** in respect of 2024 operating profit -> **If the operating profit for 2024 is not positive, no amount will be awarded**
- **15%** in respect of the number of strategic and financial partnerships entered into in 2024

➤ Improved transparency on the requirement to meet the criteria

03

Financial authorizations

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Belvédères Mokuzaï – Bordeaux (Aquitaine)



Financial authorizations submitted to the approval at the next AGM (1/2)



- > **Share repurchase and reduction in share capital** (19th and 20th resolutions)
 - Share repurchase: 10% of the share capital - Unchanged compared with previous AGM (18/05/2022)
 - Reduction in share capital: 10% of the share capital per 24-month period - Unchanged compared with previous AGM (18/05/2023)
- > **Awards of new or existing free shares** (21th resolution)
 - 1% of the share capital at the date on which the grant is decided by the Board
- > **Issues with pre-emptive subscription rights** (22nd resolution)
 - 25% of the share capital or €600m in debt securities (overall limit) - Unchanged compared with previous AGM (18/05/2022)
- > **Public issues without pre-emptive subscription rights** (23th resolution)
 - With priority right: 20% of the share capital or €600m in debt securities
 - Without priority right: 10% of the share capital or €300m in debt securities
 - Unchanged compared with previous AGM (18/05/2022)
- > **Issues without pre-emptive subscription rights - Private placement** (24rd resolution)
 - **20% of the share capital** or €300m in debt securities (vs 10% at the previous AGM)
 - Increase of the threshold regarding the share capital compared with previous AGM (18/05/2022)
- > **Overallotment option (above mentioned authorisations) -** (25th resolution)
 - Not to exceed 15% of the original issue, and at the same price - Unchanged compared with previous AGM (18/05/2022)

Financial authorizations submitted to the approval at the next AGM (2/2)



- > **Capital increase via the capitalisation of reserves, earnings, premiums or other accounts** (26th resolution)
 - 25% of the share capital - Unchanged compared with previous AGM (18/05/2022)

 - > **Issue in exchange for contributions of equity securities or other securities giving access to the share capital through a public exchange offer initiated by the Company** (27th resolution)
 - 10% of the share capital - Unchanged compared with previous AGM (18/05/2022)

 - > **Issue to remunerate contributions in kind** (28th resolution)
 - 10% of the share capital - Unchanged compared with previous AGM (18/05/2022)

 - > **Issue reserved for members of a Group company savings scheme** (29th resolution)
 - 1% of diluted capital

 - > **Total limits on issuing authorisations with or without pre-emptive subscription rights** (30th resolution)
 - 25% of the share capital for issues with and without pre-emptive subscription rights, o/w:
 - 20% of the share capital for issues without pre-emptive subscription rights and with priority rights (23rd resolution)
 - 10% of the share capital for issues without pre-emptive subscription rights and without priority rights (23rd resolution)
 - 20% of the share capital regarding the 24th resolution
 - 10% of the share capital regarding the 27th resolution
 - 10% of the share capital regarding the 28th resolution
 - The nominal amount of issues without pre-emptive subscription rights and without priority rights limited to 10% (23rd resolution) will also be deducted from the sub-ceilings for issues without pre-emptive rights (24th, 27th and 28th resolutions)
- Amending notice being published

04

Appendices

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Belvédère Facette, Nexity's local head office – Bordeaux (Gironde)



Illustration of the free share distribution policy for the executive Committee (Véronique Bédague and Jean-Claude Bassien were not company officers)

- Plan granted on 18 May 2020 – expiry date in 2023
- This plan concerns the 2 current company officers who were both executive managers at the time of the grant

Based on a total of 48,000 shares -> 24,000 per company officer		target scale	level achieved	Achievement %	Shares received
15% on the level of Group current operating profit for 2021 approved by the Board	0% awarded if COP<80% of targeted COP 80% awarded if COP ≥80% and <90% of targeted COP 90% awarded if COP ≥90% and <98% of targeted COP 100% awarded if COP ≥98% of targeted COP		2021 COP €371m	100%	3,600
35% on the level of Group current operating profit for 2022 approved by the Board	0% awarded if COP<80% of targeted COP 80% awarded if COP ≥ 80% and <90% of targeted COP 90% awarded if COP ≥ 90% and <98% of targeted COP 100% awarded if COP ≥98% of targeted COP		2022 COP €367m	100%	8,400
15% on the leverage ratio level in respect of 2021 and 2022	0% awarded if ratio >3,5 in 2021 and >3,3 in 2022 80% awarded if ratio >3,5 in 2021 and ≤ 3,3 in 2022 90% awarded if ratio ≤ 3,5 in 2021 and >3,3 in 2022 100% awarded if ratio ≤ 3,5 in 2021 and ≤ 3,3 in 2022		2021 ratio: 1.3 2022 ratio: 1.5	100%	3,600
5% on the level of reduction of 2022 carbon footprint	0% awarded if 2022 reduction > targeted level for 0 or 1 scope 50% awarded if 2022 reduction > targeted level for 2 scopes 100% awarded if 2022 reduction > targeted level for 3 scopes			100%	1,200
5% on the level of equality index	0% awarded if index <80 80% awarded if index ≥80 et <82 100% awarded if index si ≥82		91%	100%	1,200
5% on the level of client satisfaction (2020-2021-2022 NPS score improvement)	20% awarded if for the first score in 2020 20% awarded if score 2021 > 2020 60% awarded if score 2022 > 2021		2020: -25.7 2021: -20.5 2022: -9	100%	1,200
20% on the relative level of TSR compared to SBF 120 between 2020 and 2022	0% awarded if TSR <95% of the SBF 120 TSR as of 31 Dec.2022 80% awarded if 95%≤ TSR <105% of the SBF 120 TSR as of 31 Dec.2022 100% awarded if TSR ≥105% of the SBF 120 TSR as of 31 Dec.2022		SBF 120 = 48% NEXITY = 14%	0%	0
TOTAL					19,200

General items on the Agenda of the next AGM (23 May 2024)

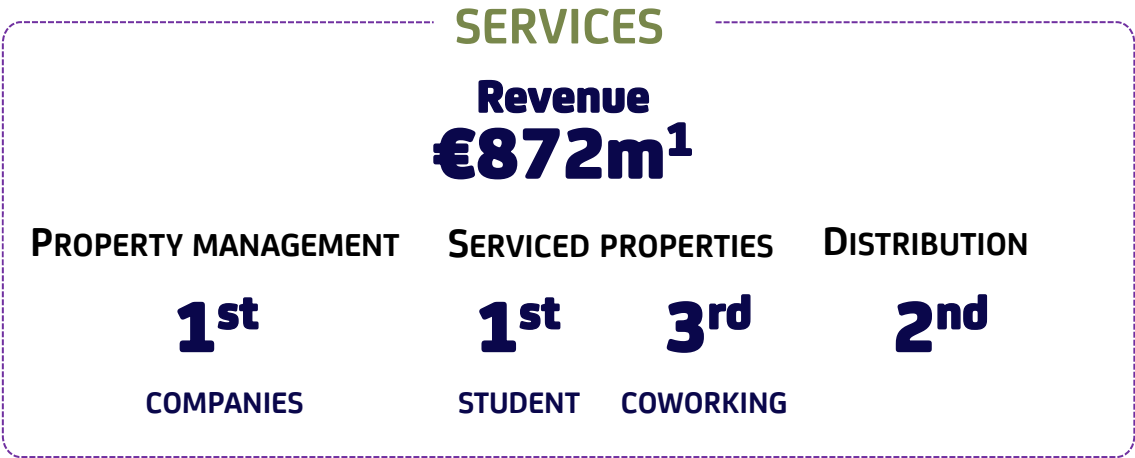
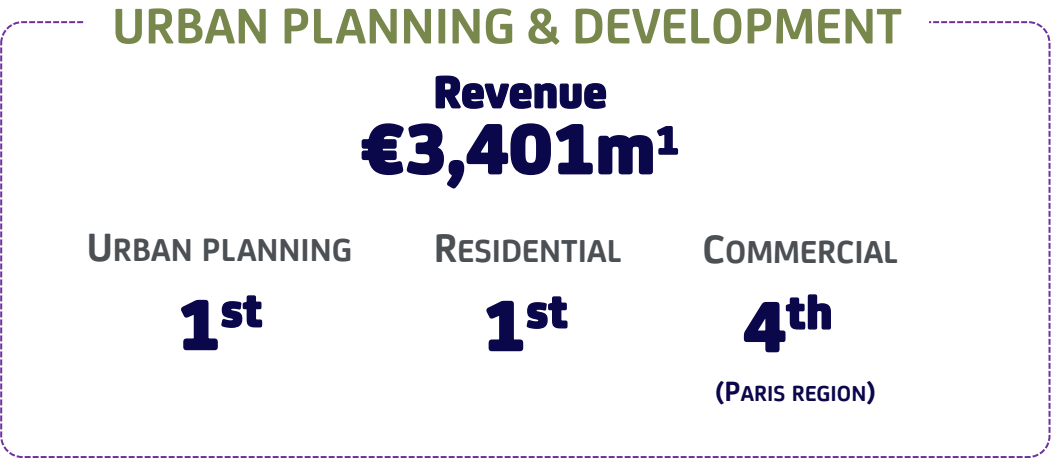


- Approval of annual and consolidated financial statements
- Approval of regulated agreements
- Governance / composition of the Board of Directors:
 - Renewal/replacement of directors
- Remuneration:
 - Remuneration policy for the corporate officers: fixed, variable and exceptional items
 - Remuneration policy for the directors
- Financial resolutions:
 - Authorizations granted to the Board of directors regarding share capital increases/reduction
 - Authorizations granted to the Board of directors to award free shares to Comex and Managers
- Appointment of external sustainability Auditor in compliance with CSRD

Nexity: a key player on the French real estate market



Among the leader in all market segments



Pioneer in decarbonizing real estate



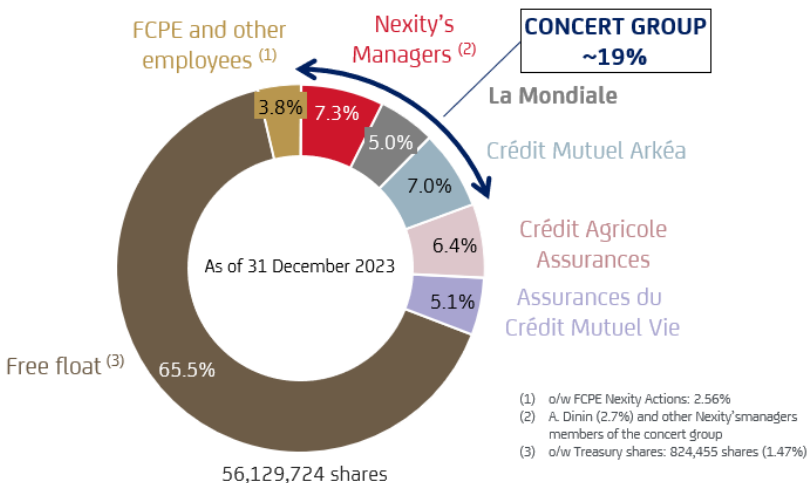
Carbon trajectory
certified 1.5°C



For the 4th year
in a row

A- « Leadership »

With a diversified and well-balanced shareholder base



¹2023 figures / Rankings based on public figures

2023 – A busy year for refocusing the Group's roadmap: capacity and speed of execution



Ramping up urban regeneration



Market deal with Carrefour

First nationwide large-scale urban regeneration project



>€2bn in revenue over 10 years
800,000 sq.m; 12,000 homes



Launched Nexity Héritage

Expertise in transformation and renovation brought together under a dedicated brand

Land banking solution with Mirabaud AM

Outsourcing **up to 90%** of the carry risk on large-scale urban regeneration projects
Investment budget of **€200m over 5 years**

Deleveraging levers initiated



Discontinuation of business outside France

Finalisation of disposals of activities in Poland and Portugal (announced in February 2023)



Deleveraging impact
€100m

Process to seek out strategic and financial partners in the management and distribution businesses

Exclusive negotiations with Bridgepoint with a view to selling Property Management for Individuals⁽¹⁾

Sale of Property Management for Individuals based on an enterprise value of **€440m**

(1) Property Management for Individuals activities operated by Nexity Lamy and Oralia Partenaires and their subsidiaries. The only closing condition for authorisation by the European Commission in respect of merger control was met on 20 February 2024.

A board focused on the effectiveness of the corporate governance



Since 2004

Alain Dinin : Appointed Chairman of the Board and CEO

May 2019

Jean-Philippe Ruggieri : Appointed CEO

May 2020

Alain Dinin reappointed as Chairman & CEO (as Jean-Philippe Ruggieri passed away in 2020)

May 2021

Véronique Bédague appointed as CEO

January 1st 2023

Véronique Bédague appointed as Chairwoman & CEO
Alain Dinin appointed as Honorary Chairman of the Board

- Combination of roles is part and consistent with Nexity's history
- Nexity has succeeded in maintaining continuity of governance without disruption
- A balanced distribution of power with a Vice Chairwoman and Senior independent director

2023 effective board of directors: independence and gender representation



Véronique Bédague
Chairwoman and
Chief Executive Officer



Luce Gendry
Vice-Chairwoman
Senior independent Director



Charles-Henri Filippi



Jérôme Grivet



Agnès Nahum



Crédit Mutuel Arkéa
Represented by Bertrand Blanpain



Myriam El Khomri



Soumia Malinbaum



AG2R La Mondiale
Represented by Bruno Angles



Magali Smets



Bruno Catelin
Director representing employees



Karine Suzzarini
Director representing employees



Luc Touchet
Director representing
shareholders' employees

As of 31 December 2023 :

NUMBER OF DIRECTORS¹

12 appointed for a 4-year term

BALANCED BOARD GENDER

55% of women²

INDEPENDENT BOARD MEMBERS

55% independents²



Independent Director



Audit and Accounts Committee



Remuneration, Appointments and CSR Committee



Strategy and Investment Committee



Chairman / Chairwoman



Resignation on 14 December 2023

¹ Including Directors representing the employees (3 Directors) and excluding the Honorary Chairman

² In accordance with Afep-Medef Code – Directors representing the employees are not to be included in the calculation

3 specialised committees of the board



As of 31 December 2023 (post resignation of Myriam El Khomri) :

Audit and Accounts Committee

Chairwoman: Luce Gendry

6 members

67% of independent members ⁽¹⁾

67% of women ⁽¹⁾

4 meetings in 2023

87% average attendance

Remuneration, Appointments and CSR Committee

Chairman: Charles Henri Filippi

4 members

100% of independent members ⁽¹⁾

67% of women ⁽¹⁾

4 meetings in 2023

100% average attendance

Strategy and Investment Committee

Chairwoman: Véronique Bédaque

7 members

43% of independent members ⁽¹⁾

57% of women ⁽¹⁾

0 meetings in 2023

(Disposal to Bridgepoint directly validated by the Board of directors)

¹ In accordance with Afep-Medef Code – Directors representing the employees are not to be included in the calculation



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