

Information notice relating to the entry into related-party transactions pursuant to Article L.22-10-13 of the French Commercial Code

On 28 December 2023, Clariane S.E. (the "**Company**") entered into a Real Estate Loan (the "**Loan**") with Caisse Régionale de Crédit Agricole Mutuel de Paris et d'Ile de France, LCL and Crédit Agricole Corporate and Investment Bank (together, the "**Arrangers**").

As this Loan has been concluded as part of the implementation of the plan to strengthen Clariane's financial structure, the main terms of which were described in a press release issued by the Company on 14 November 2023, the Company's Board of Directors has decided to authorise the Loan to be entered into as and when required, in accordance with the same procedure.

In particular, it provides:

1. Description: the Loan has been concluded in order to finance and refinance the Group's real estate investments
2. Amount: 200 million euros
3. Maturity: 31 January 2025
4. Mandatory early repayment: in addition to the usual early repayment provisions, the Loan must be repaid early if the planned capital increase of 300 million euros (cash subscription amount) announced on 14 November 2023 is abandoned, unless the Company has an alternative plan to raise equity or quasi-equity financing or financing of a similar nature for a minimum amount of 300 million euros.
5. Collateral: the lenders benefit from collateral in the form of pledges of shares in certain subsidiaries of the Company guaranteeing the Loan.

The Board of Directors of the Company authorized, upon recommendation of the Audit Committee, the conclusion of this Loan, during its meeting of 7 December 2023, and in accordance with article L. 225-38 of the French Commercial Code. Mrs Florence Barjou, representing Predica, and Mr Philippe Dumont, appointed on the recommendation of Predica, members of the Board of Directors, did not take part in the discussions or vote.

The related-party agreement will be submitted to the General Meeting of Shareholders for approval.

For further information on the Financial Structure Reinforcement Plan, please refer to the Company's press release published on 14 November 2023.

It is reminded that, in accordance with article R.22-10-17 of the French Commercial Code, the amount of the last net income (Group share) of the Company was 52.0 million euros as at 31 December 2022.