



# W E N D E L

PRESS RELEASE – 06.16.2023

## 2023 Shareholders' Meeting All resolutions are adopted

All the 23 resolutions submitted to Wendel shareholders' vote at the Shareholders' Meeting held on June 15, 2023 were approved.

The Shareholders' Meeting notably approved the payment of an ordinary dividend amounting to €3.20 per share, the renewal of Gervais Pellissier and Humbert de Wendel as members of the Supervisory Board, and the appointment of Fabienne Lecorvaisier as member of the Supervisory Board.

Following the Shareholders' Meeting, William D. Torchiana became Chairman of the Governance and Sustainability Committee, after Jacqueline Tammenoms Bakker. Fabienne Lecorvaisier joined the Audit, Risks and Compliance Committee.

The ex-dividend date is June 19, 2023, the payment date is June 21, 2023.

Number of shares comprising the share capital: 44 407 677

Number of shares having the voting right: 43 472 305

### Participation and quorum

	Ordinary Meeting				Extraordinary Meeting			
	Shareholders	Shares	%	Voting rights	Shareholders	Shares	%	Voting rights
<b>Presents</b>	82	17 711 526	40.74%	35 412 115	81	17 605 770	40.50%	35 200 603
<b>Represented</b>	23	49 033	0.11%	79 873	23	49 033	0.11%	79 873
<b>Proxies to Chairman</b>	681	1 946 097	4.48%	3 706 649	676	1 951 642	4.49%	3 717 674
<b>Remote votes</b>	1 699	10 554 541	24.28%	10 873 681	1 702	10 544 352	24.26%	10 853 303
<b>Total</b>	<b>2 485</b>	<b>30 261 197</b>	<b>69.61%</b>	<b>50 072 318</b>	<b>2 482</b>	<b>30 150 797</b>	<b>69.36%</b>	<b>49 851 453</b>

## Result of the votes

N°	Resolutions pertaining to the Ordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Valid votes cast
1	Approval of the parent company financial statements for the year ended December 31, 2022	Adopted	99.79%	49 783 483	0.21%	104 193	49 887 676
2	Approval of the consolidated financial statements for the year ended December 31, 2022	Adopted	99.79%	49 794 783	0.21%	103 893	49 898 676
3	Net income allocation, dividend approval and dividend payment	Adopted	99.98%	50 042 173	0.02%	11 565	50 053 738
4	Approval of regulated related-party agreements entered into with certain corporate officers of the Company	Adopted	87.35%	43 417 876	12.65%	6 285 574	49 703 450
5	Approval of regulated related-party agreements with Wendel-Participations SE	Adopted	99.36%	14 423 346	0.64%	92 674	14 516 020
6	Approval of the registered office transfer	Adopted	99.84%	49 856 915	0.16%	78 728	49 935 643
7	Appointment of Mrs. Fabienne Lecorvaisier as member of the Supervisory Board	Adopted	99.76%	49 634 319	0.24%	117 939	49 752 258
8	Renewal of the term of office of Mr. Gervais Pellissier as member of the Supervisory Board	Adopted	97.55%	48 679 371	2.45%	1 222 857	49 902 228
9	Renewal of the term of office of Mr. Humbert de Wendel as member of the Supervisory Board	Adopted	90.13%	45 099 942	9.87%	4 941 540	50 041 482
10	Approval of amendments made for 2022 to the compensation policy of the Chairman of the Executive Board, applicable to Laurent Mignon as Chairman of the Executive Board as from December 2, 2022	Adopted	92.59%	46 219 827	7.41%	3 701 644	49 921 471
11	Approval of the information relating to the compensation previously paid or awarded to the members of the Executive Board and to the members of the Supervisory Board, in accordance with Article L. 22-10-9 I of the French Commercial Code	Adopted	97.32%	48 430 950	2.68%	1 335 855	49 766 805
12	Approval of the compensation items paid during or awarded for the year ended December 31, 2022 to Mr. André François-Poncet as Chairman of the Executive Board until December 1, 2022	Adopted	97.60%	48 487 674	2.40%	1 191 163	49 678 837
13	Approval of the compensation items paid during or awarded for the year ended December 31, 2022 to Mr. Laurent Mignon as Chairman of the Executive Board as of December 2, 2022	Adopted	82.66%	41 246 073	17.34%	8 653 867	49 899 940
14	Approval of the compensation items paid during or awarded for the year ended December 31, 2022 to Mr. David Darmon as a member of the Executive Board	Adopted	96.41%	47 920 488	3.59%	1 786 649	49 707 137
15	Approval of the compensation items paid during or awarded for the year ended December 31, 2022 to Mr. Nicolas ver Hulst as Chairman of the Supervisory Board	Adopted	99.38%	49 436 151	0.62%	308 126	49 744 277

N°	Resolutions pertaining to the Ordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Valid votes cast
16	Approval of the compensation policy for the Chairman of the Executive Board	Adopted	92.26%	46 076 430	7.74%	3 862 808	49 939 238
17	Approval of the compensation policy for the member of the Executive Board	Adopted	93.02%	46 454 733	6.98%	3 484 443	49 939 176
18	Approval of the compensation policy for the members of the Supervisory Board	Adopted	99.46%	49 461 438	0.54%	271 030	49 732 468
19	Authorization given to the Executive Board to buy back Company shares	Adopted	99.54%	49 819 579	0.46%	228 604	50 048 183
23	Powers for legal formalities	Adopted	99.96%	50 036 328	0.04%	20 500	50 056 828

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N°	Resolutions pertaining to the Extraordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Valid votes cast
20	Delegation of authority granted to the Executive Board to increase the share capital through the issue of shares or securities giving access to the share capital reserved for members of the Group Savings Plan, with cancellation of preferential subscription rights in their favor	Adopted	99.32%	49 414 950	0.68%	336 074	49 751 024
21	Authorization given to the Executive Board to grant stock subscription or purchase options to some or all of the Company's executive corporate officers and employees, entailing the waiver by shareholders of their preferential subscription rights to the shares issued on exercise of the options	Adopted	96.03%	47 669 501	3.97%	1 972 861	49 642 362
22	Authorization given to the Executive Board to grant bonus shares to some or all of the Company's executive corporate officers and employees, entailing the waiver by shareholders of their preferential subscription rights to the shares to be issued	Adopted	96.21%	47 765 063	3.79%	1 881 128	49 646 191

# Agenda

07.27.2023

**H1 2023 results** — Publication of NAV as of June 30, 2023, and condensed Half-Year consolidated financial statements (post-market release)

10.26.2023

**Q3 2023 Trading update** — Publication of NAV as of September 30, 2023 (post-market release)

12.07.2023

## 2023 Investor Day

### About Wendel

Wendel is one of Europe's leading listed investment firms. The Group invests in Europe and North America in companies which are leaders in their field, such as Bureau Veritas, ACAMS, Constantia Flexibles, Crisis Prevention Institute, IHS Towers, Stahl and Tarkett. Wendel often plays an active role as a controlling or significant shareholder in its portfolio companies. Wendel seeks to implement long-term development strategies, which involve boosting growth and margins of companies so as to enhance their leading market positions. With Wendel Growth (formerly known as Wendel Lab), Wendel also invests via funds or directly in innovative, high-growth companies.

Wendel is listed on Eurolist by Euronext Paris.

Standard & Poor's ratings: Long-term: BBB, stable outlook – Short-term: A-2 since January 25, 2019

Moody's ratings: Long-term: Baa2, stable outlook – Short-term: P-2 since September 5, 2018

Wendel is the Founding Sponsor of Centre Pompidou-Metz. In recognition of its long-term patronage of the arts, Wendel received the distinction of "Grand Mécène de la Culture" in 2012.

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