



PRESS RELEASE – 05.17.2024

## 2024 Shareholders' Meeting All resolutions are adopted

All the 30 resolutions submitted to Wendel shareholders' vote at the Shareholders' Meeting held on May 16, 2024 were approved.

The Shareholders' Meeting notably approved the payment of an ordinary dividend amounting to €4.00 per share, the renewal of Thomas de Villeneuve as member of the Supervisory Board, the appointment of Deloitte & Associés and Ernst & Young Audit as Statutory Auditors in charge of certifying sustainability information, and the renewal of financial authorizations.

The ex-dividend date is May 21, 2024, the payment date is May 23, 2024.

Number of shares comprising the share capital: 44 430 554

Number of shares having the voting right: 42 975 974

### Participation and quorum

	Ordinary Meeting				Extraordinary Meeting			
	Shareholders	Shares	%	Voting rights	Shareholders	Shares	%	Voting rights
<b>Presents</b>	49	520 888	1.21%	900 793	47	291 182	0.68%	441 381
<b>Represented</b>	3	446	-	862	3	446	0.00%	862
<b>Proxies to Chairman</b>	738	18 567 651	43.20%	37 005 419	743	18 555 897	43.18%	36 984 010
<b>Remote votes</b>	897	11 333 541	26.37%	11 503 489	897	11 327 402	26.36%	11 491 471
<b>Total</b>	<b>1 687</b>	<b>30 422 526</b>	<b>70.79%</b>	<b>49 410 563</b>	<b>1 690</b>	<b>30 174 927</b>	<b>70.21%</b>	<b>48 917 724</b>

## Result of the votes

N°	Resolutions pertaining to the Ordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Abstention	Valid votes cast
1	Approval of the parent company financial statements for 2023	Adopted	>99.99%	49 353 274	0.00%	937	44 029	49 354 211
2	Approval of the consolidated financial statements for 2023	Adopted	>99.99%	49 353 274	0.00%	937	44 029	49 354 211
3	Net income allocation, dividend approval and dividend payment	Adopted	99.40%	49 099 935	0.60%	294 168	4 137	49 394 103
4	Approval of regulated related-party agreements entered into with certain corporate officers of the Company	Adopted	99.58%	49 164 850	0.42%	209 630	20 191	49 374 480
5	Approval of a regulated related-party agreement entered into with Wendel-Participations SE	Adopted	99.93%	14 285 422	0.07%	10 295	5 582	14 295 717
6	Renewal of the term of office of Thomas de Villeneuve as member of the Supervisory Board	Adopted	86.18%	42 561 609	13.82%	6 822 402	3 622	49 384 011
7	Appointment of Deloitte & Associés and Ernst & Young Audit as Statutory Auditors in charge of certifying sustainability information	Adopted	99.57%	48 999 858	0.43%	210 461	187 971	49 210 319
8	Approval of the information relating to the compensation items 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	98.75%	48 582 362	1.25%	615 100	200 828	49 197 462
9	Approval of the compensation items paid in or awarded for the year ended December 31, 2023 to Laurent Mignon, as Chairman of the Executive Board	Adopted	96.05%	47 165 024	3.95%	1 938 472	294 794	49 103 496
10	Approval of the compensation items paid in or awarded for the year ended December 31, 2023 to David Darmon, as member of the Executive Board	Adopted	95.78%	47 188 751	4.22%	2 077 045	132 494	49 265 796
11	Approval of the compensation items paid in or awarded for the year ended December 31, 2023 to André François-Poncet, as Chairman of the Executive Board until December 1, 2022	Adopted	99.32%	49 021 389	0.68%	335 342	41 392	49 356 731

N°	Resolutions pertaining to the Ordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Abstention	Valid votes cast
12	Approval of the compensation items paid during or awarded for the year ended December 31, 2023 to Nicolas ver Hulst, as Chairman of the Supervisory Board	Adopted	99.84%	49 307 075	0.16%	79 550	11 488	49 386 625
13	Approval of the compensation policy for the Chairman of the Executive Board	Adopted	94.77%	46 534 782	5.23%	2 570 652	292 816	49 105 434
14	Approval of the compensation policy for the member of the Executive Board	Adopted	94.75%	46 525 321	5.25%	2 577 758	294 994	49 103 079
15	Approval of the compensation policy for the members of the Supervisory Board	Adopted	99.93%	49 322 462	0.07%	36 670	39 098	49 359 132
16	Authorization given to the Executive Board to buy back Company shares	Adopted	99.80%	49 253 439	0.20%	99 748	42 953	49 353 187
30	Powers for legal formalities	Adopted	>99.99%	49 390 074	0.00%	2 105	4 021	49 392 179

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N°	Resolutions pertaining to the Extraordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Abstention	Valid votes cast
17	Authorization given to the Executive Board to reduce the share capital by the cancellation of shares	Adopted	99.99%	48 860 921	0.01%	5 817	48 866 738	36 563
18	Overall ceiling for capital increases	Adopted	99.40%	48 552 227	0.60%	294 941	48 847 168	56 103
19	Delegation of authority granted to the Executive Board to increase the share capital, with preferential subscription rights maintained, through the issue of shares or securities giving access to the capital	Adopted	99.35%	48 580 696	0.65%	318 873	48 899 569	3 740
20	Delegation of authority granted to the Executive Board to increase the share capital, with cancellation of preferential subscription rights, through the issue of shares or securities giving access to the capital, by way of a public offering	Adopted	99.28%	48 548 461	0.72%	351 653	48 900 114	3 197
21	Delegation of authority granted to the Executive Board to increase the share capital, with cancellation of preferential subscription rights, through the issue of shares or securities giving access to the capital, by way of an offer referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code	Adopted	98.95%	48 350 725	1.05%	514 856	48 865 581	37 728
22	Authorization granted to the Executive Board to set, in accordance with the terms and conditions determined by the Shareholders' Meeting, the issue price of the shares or securities giving access to capital, with cancellation of preferential subscription rights, up to an annual limit of 10% of the share capital	Adopted	98.95%	48 353 114	1.05%	512 946	48 866 060	37 299
23	Delegation of authority granted to the Executive Board to increase the number of shares to be issued in the event of over-subscription, with or without preferential subscription rights	Adopted	98.71%	48 234 389	1.29%	632 311	48 866 700	36 659
24	Delegation of authority granted to the Executive Board to increase the share capital, with cancellation of preferential subscription rights, as consideration for contributions in kind	Adopted	99.58%	48 662 683	0.42%	204 526	48 867 209	36 100

N°	Resolutions pertaining to the Extraordinary Meeting	Result	% For	Votes For	% Against	Votes Against	Abstention	Valid votes cast
25	Delegation of authority granted to the Executive Board to increase the share capital, with cancellation of preferential subscription rights, in the context of a public exchange offer (OPE)	Adopted	99.61%	48 675 821	0.39%	190 392	48 866 213	36 981
26	Delegation of authority granted to the Executive Board to increase the share capital by incorporation of reserves, profits, premiums or other items	Adopted	99.87%	48 838 288	0.13%	63 824	48 902 112	1 249
27	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 and the international Group savings plan, with cancellation of preferential subscription rights in their favor	Adopted	99.76%	48 746 598	0.24%	118 675	48 865 273	38 048
28	Authorization given to the Executive Board to allocate 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	95.24%	46 540 458	4.76%	2 326 963	48 867 421	35 940
29	Authorization given to the Executive Board to allocate free 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	97.97%	47 781 826	2.03%	990 484	48 772 310	131 051

# Agenda

Wednesday, July 31, 2024

**H1 2024 results** - Publication of NAV as of June 30, 2024, and condensed Half-Year consolidated financial statements (post-market release)

Thursday, October 24, 2024

**Q3 2024 Trading update** - Publication of NAV as of September 30, 2024 (post-market release)

Thursday, December 5, 2024

**2024 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 ACAMS, Bureau Veritas, Crisis Prevention Institute, IHS Towers, Scalian, 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, Wendel also invests via funds or directly in innovative, high-growth companies. In 2023, Wendel initiated a strategic shift into third-party asset management of private assets, alongside its historical principal investment activities.

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 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.

For more information: [wendelgroup.com](https://wendelgroup.com)

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