

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

The Board of Directors of Clariane S.E. (the "**Company**") has decided to entrust Mrs. Sylvia Metayer, Director of the Company who has acquired strong and recognized expertise in particular in the field of hospitality and catering for service companies, with an exceptional mission to advise the Management Board of the Company, consisting of the study of the operating model of the catering activity in the Group's facilities and the formulation of recommendations to the management with a view to improving the quality and consistency of the service (the "**Mission**").

In this context, the Company's Board of Directors, at its meeting of 5 August 2024, decided to authorize, on the recommendation of the Compensation and Appointments Committee, the conclusion of a service provision agreement between the Company and Mrs. Sylvia Metayer (the "**Service Provision Agreement**"), in accordance with the provisions of Article L. 225-38 of the French Commercial Code, insofar as it is entered into with Mrs. Sylvia Metayer, who is also a Director of the Company. Mrs Sylvia Metayer did not take part to the discussions or vote.

The Service Provision Agreement provides that Mrs. Sylvia Metayer will receive a total and lump-sum fee of 37,500 euros in compensation for services provided in connection with the Mission.

The Service Provision Agreement also provides for representations and warranties customary for this type of agreement. The terms and conditions for carrying out the Mission are those customary for this type of agreement.

The Service Provision Agreement came into force retroactively on 1<sup>st</sup> July 2024 and will run until 31 December 2024, at which date it may be renewed for periods of 3 months with Clariane's agreement, without the term of the agreement extending beyond 30 June 2025.

The Company's Board of Directors has noted that the Service Provision Agreement is in the Company's interest, in that it is in line with its mission and reason for being ("*raison d'être*").

This agreement and the exceptional compensation paid to Mrs. Sylvia Metayer will be submitted to the approval of the Shareholders' General Meeting.

*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 -63.2 million euros as at 31 December 2023.*