

**GEцина - ORDINARY GENERAL MEETING ON APRIL 22, 2021
NEW CONDITIONS FOR PARTICIPATION DUE TO THE MEETING BEING HELD AS A
CLOSED SESSION**

In the context of the Covid-19 epidemic, and in accordance with the restrictions in force¹, Gecina's General Meeting will exceptionally be held as a closed session², without shareholders attending in person. The General Meeting to be held at the Company's registered office will be streamed live and in full on the Company's website: www.gecina.fr. This broadcast will then be available on this same site for deferred access.

The new General Meeting participation and voting conditions will be detailed in the meeting notice documents that will be distributed to shareholders by April 7, 2021.

The agenda and resolutions remain unchanged and were presented in the meeting notice published in BALO no.28 on March 5, 2021.

Shareholders are reminded that as it will not be possible to attend the meeting in person, **no admission cards will be issued**. Shareholders are invited, prior to the General Meeting, to vote by post or online with the secure voting platform VOTACCESS, or to appoint the Chairman of the General Meeting or a third party to represent them. Where possible, shareholders are also encouraged to send all requests and documents by email to titres&bourse@gecina.fr.

As the General Meeting will be held as a closed session, no new resolutions or proposed amendments will be able to be added to the agenda during the session.

However, Gecina is currently looking into various possibilities to enable its shareholders to submit questions to the General Meeting office during the session. The potential arrangements retained will be presented in the General Meeting invitation documents and on the Company's website: www.gecina.fr, in the Investors section / General Meetings.

You are invited to regularly consult the dedicated General Meeting section on the Company's website www.gecina.fr, in the Investors section / General Meetings, which could be updated to provide further information on the definitive arrangements for participation in this General Meeting, depending on the health and/or legal requirements in force or their lifting.

¹ Gatherings, meetings or activities on public highways or in venues open to the public attended simultaneously by more than six people are forbidden (Decree no.2020-1310 of October 29, 2020 setting out the general measures required to respond to the Covid-19 epidemic in connection with the health state of emergency, Article 3 III). The holding of general meetings for listed companies does not satisfy the exception whereby professional gatherings, meetings and activities are not subject to this restriction.

² In accordance with Order no.2020-321 of March 25, 2020 (amended) and Decree no.2020-418 of April 10, 2020 (amended), whose terms were extended by Decree no.2021-255 of March 9, 2021.

➤ **Postal voting or voting by proxy**

- **Voting by post**

For registered shareholders: The Company will send out postal voting forms directly to all registered shareholders.

For bearer shareholders: bearer shareholders will need to request a postal voting form from the authorized intermediary that manages their securities account. This voting form will need to be accompanied by a shareholding certificate issued by the financial intermediary. The voting form will also be available on the Company's website at: www.gecina.fr, in the Investors section / General Meetings.

In both cases, postal votes will only be taken into account if the duly completed and signed forms reach Gecina's registered office, located at the abovementioned address, at least three days before the General Meeting, i.e. by Monday April 19, 2021 at the latest.

- **Voting by proxy**

Shareholders who would like to be represented will need to take the following actions:

For registered shareholders: return the proxy voting form sent out to them with their invitation to attend to the Company under the conditions set out below.

For bearer shareholders: request a proxy voting form from the authorized intermediary that manages their securities account. This proxy voting form will also be available on the Company's website at: www.gecina.fr, in the Investors section / General Meetings.

In accordance with Article R.22-10-24 of the French Commercial Code, notice of the appointment and dismissal of a representative may be given electronically, under the following conditions:

Shareholders will send an email to titres&bourse@gecina.fr attaching a scanned copy of their signed proxy voting form, indicating their surname, first name, address and personal identifier, or their shareholding certificate for bearer shareholders, as well as the surname and first name of their representatives who are being appointed or dismissed. Scanned copies of proxy voting forms that have not been signed will not be taken into account.

Only notices for the appointment or dismissal of representatives may be sent to the abovementioned email address.

To be taken into account, requests submitted electronically to appoint or dismiss representatives will need to be received at least one day before the General Meeting, i.e. by 3pm (Paris time) on Wednesday April 21, 2021.

Paper proxy forms, duly completed and signed, must reach Gecina's registered office at the address indicated above by April 21, 2021 at the latest. In the current health context, we encourage you to preferably communicate by email.

To dismiss their representatives, shareholders will need to follow the same process as for their appointment, in writing or electronically, as relevant. The form will need to include the statement "*Changement de mandataire*" (Change of representative) and reach the Company by 3pm (Paris time) on Wednesday April 21, 2021. In the current health context, we encourage you to preferably communicate by email.

If shareholders have already voted by post or online or sent in proxy forms, they will no longer be able to choose another method for participating in the General Meeting.

Proxies appointed for the General Meeting will be authorized to attend successive General Meetings convened with the same agenda.

➤ **Participation in the General Meeting using the internet – VOTACCESS platform**

To encourage participation in this General Meeting, shareholders also have the option to submit their voting instructions and appoint or dismiss a representative online before the General Meeting with the VOTACCESS platform, under the conditions set out below:

To access the General Meeting's dedicated site, holders of shares on a direct registered or intermediary registered basis who would like to vote or appoint / dismiss a representative will need to sign in to the OLIS-Actionnaire site at <https://www.nomi.olisnet.com> using the internet login details indicated on their voting form. Once they are on the site's homepage, they will need to click on "First-time log in" then follow the instructions to generate a password. Once they have signed in, they will need to select the "Online Voting" module and they will be redirected to the secure VOTACCESS platform.

Bearer shareholders will need to contact their custodian to determine whether or not it is connected to the Votaccess site and, if applicable, if this access is subject to any specific conditions for use.

If the bearer shareholder's custodian is connected to the Votaccess site, the shareholder will need to identify themselves on their custodian's online portal with their usual access codes. The shareholder will then need to click on the icon shown on the line corresponding to their Gecina shares and follow the instructions on screen to access the Votaccess site and vote or appoint / dismiss a representative.

The VOTACCESS site will be open from 10am on April 7, 2021 to 3pm (Paris time) on April 21, 2021, the day before the General Meeting.

It is recommended that shareholders with their access codes should not wait until the final few days to indicate how they would like to take part in the General Meeting in order to avoid potential bottlenecks on the website.

➤ **Requests for proposed resolutions or points to be included on the agenda**

Shareholders or shareholder associations representing a fraction of the share capital determined in accordance with the legal and regulatory provisions in force may ask for proposed resolutions or points to be included on the agenda for the General Meeting; in accordance with Article R.225-73 II of the French Commercial Code, such requests must reach the Company at least 25 days before the General Meeting date, and may not be submitted more than 20 days after the date of the meeting notice, i.e. by March 25, 2021 at the latest.

Requests to include proposed resolutions or points on the agenda must be sent recorded delivery to Gecina's registered office, marked for the attention of the Securities and Stock Market Department, at 16 rue des Capucines, 75084 Paris Cedex 02, France, or emailed to titres&bourse@gecina.fr.

Requests will need to be accompanied by:

- (i) The points to be included on the agenda and their reasons; or

- (ii) The texts for the proposed resolutions and, if applicable, a brief presentation of their reasons; and
- (iii) An account registration certificate to provide proof of ownership or representation, on the date of the request, for the fraction of the capital required by the regulations in force, either in the registered securities accounts held by the Company, or in the bearer securities accounts held by an authorized intermediary.

When the request to include a proposed resolution concerns the nomination of a candidate for the Board of Directors, it must be accompanied by the information required by Article R.225-83 5 of the French Commercial Code.

The authors of such requests will need to provide the Company with a new certificate confirming that their shares are registered in the abovementioned accounts by the second working day before the General Meeting, i.e. midnight (Paris time) on April 20, 2021.

The list of points added to the agenda and the texts for the proposed resolutions, submitted by shareholders, will be published on the Company's website www.gecina.fr, in the Investors section / General Meetings, in accordance with Article R.22-10-23 of the French Commercial Code.

➤ **Possibility to submit written questions**

Any shareholder may submit questions to the Board of Directors in writing from the publication of the meeting notice, i.e. March 5, 2021, until two working days before the General Meeting, i.e. April 20, 2021 inclusive.

These questions must be sent recorded delivery to Gecina, 16 rue des Capucines, 75084 Paris Cedex 02, France, marked for the attention of the Chairman of the Board of Directors, or emailed to titres&bourse@gecina.fr, and accompanied, for registered shareholders, by an account registration certificate, and for bearer shareholders, by a certificate confirming registration in the bearer securities accounts held by an intermediary referred to in article L.211-3 of the French Monetary and Financial Code (Code monétaire et financier). In the current health context, we encourage you to preferably communicate by email.

In accordance with the regulations, a common response may be provided for these questions when they concern the same content.

Answers to written questions may be published directly on the Company's website: www.gecina.fr, in the Investors section / General Meetings.

In accordance with Article L.225-108 of the French Commercial Code, answers to written questions will be considered to have been given when they have been published on the Company's website in a dedicated questions and answers section.

➤ **Shareholder rights to information**

All of the documents and information covered by Article R.225-73-1 of the French Commercial Code that are intended to be presented at the General Meeting have been made available to shareholders on the Company's website at: www.gecina.fr, in the Investors section / General Meetings.

Shareholders may ask to be provided with documents that may not be available on Gecina's website by sending a request to titres&bourse@gecina.fr.

About Gecina

As a specialist for centrality and uses, Gecina operates innovative and sustainable living spaces. The Group owns, manages and develops Europe's leading office portfolio, with nearly 97% located in the Paris Region, and a portfolio of residential assets and student residences, with over 9,000 apartments. These portfolios are valued at 19.7 billion euros at end-2020.

Gecina has firmly established its focus on innovation and its human approach at the heart of its strategy to create value and deliver on its purpose: **"Empowering shared human experiences at the heart of our sustainable spaces"**. For our 100,000 clients, this ambition is supported by our client-centric brand YouFirst. It is also positioned at the heart of UtilesEnsemble, our program setting out our solidarity-based commitments to the environment, to people and to the quality of life in cities.

Gecina is a French real estate investment trust (SIIC) listed on Euronext Paris, and is part of the SBF 120, CAC Next 20, CAC Large 60 and Euronext 100 indices. Gecina is also recognized as one of the top-performing companies in its industry by leading sustainability benchmarks and rankings (GRESB, Sustainalytics, MSCI, ISS ESG and CDP).

www.gecina.fr

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