



Resolution submitted to the Ordinary and Extraordinary Shareholders' Meeting held on April 22, 2020 voting results

The Ordinary and Extraordinary Shareholders' Meeting of Covivio was held on Wednesday April 22, 2020 at 10.30 am through a closed session, without the shareholders and other persons normally authorized to attend the meeting being physically present, at Covivio's offices located 30 avenue Kléber in Paris (75116). The meeting was chaired by Mr Jean Laurent, in his capacity as chairman of the Board of Directors.

Mr. Jean Laurent carried out the formalities required for the meeting's opening, in particular the appointment of the Bureau's members, Mr Christophe Kullmann, Chief Executive Officer, and Mr Tugdual Millet, Chief Financial Officer, being appointed as tellers, and Mr Yves Marque, Chief Corporate Officer, acting as secretary of the Shareholders' Meeting.

Out of the 87,257,829 shares comprising the share capital, including treasury shares, 1,300 shareholders represented by the Chairman or having voted by mail, holding together 67,429,807 shares representing 67,429,807 voting rights on the ordinary part of the Shareholders' Meeting's agenda, adopted all the resolutions submitted to the Ordinary shareholder's Meeting with a quorum of 77.56%.

Out of the 87,257,829 shares comprising the share capital, including treasury shares, 1,303 shareholders represented by the Chairman or having voted by mail, holding together 67,430,164 shares representing 67,430,164 voting rights on the extraordinary part of the Shareholders' Meeting's agenda, adopted all the resolutions submitted to the Extraordinary shareholder's Meeting with a quorum of 77.56%.

Results of the vote of the resolutions:

		Total of voting rights represented	Total of votes cast	Number of shares	Proportion of share capital represented	Vote for		Vote against		Abstention	
						Number	% of votes cast	Number	% of votes cast	Number	% of total voting rights represented
ORDINARY SHAREHOLDER'S MEETING											
FIRST RESOLUTION											
APPROVAL OF THE STATUTORY FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2019	ADOPTED	67 429 807	67 389 431	67 389 431	77,56%	67 389 311	99,9998	120	0,0002	40 376	0,0599
SECOND RESOLUTION											
APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2019	ADOPTED	67 429 807	67 389 431	67 389 431	77,56%	67 389 311	99,9998	120	0,0002	40 376	0,0599
THIRD RESOLUTION											
ALLOCATION OF EARNINGS – DISTRIBUTION OF DIVIDEND	ADOPTED	67 429 807	67 428 595	67 428 595	77,56%	67 248 247	99,7325	180 348	0,2675	1 212	0,0018
FOURTH RESOLUTION											
OPTION FOR THE PAYMENT OF DIVIDEND IN SHARES	ADOPTED	67 429 807	67 428 354	67 428 354	77,56%	67 335 818	99,8628	92 536	0,1372	1 453	0,0022
FIFTH RESOLUTION¹											
APPROVAL OF THE STATUTORY AUDITOR'S SPECIAL REPORT PREPARED IN ACCORDANCE WITH ARTICLE L. 225-40 OF THE FRENCH COMMERCIAL CODE AND THE AGREEMENTS REFERRED TO IN ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE MENTIONED THEREIN	ADOPTED	67 429 807	53 897 831	53 897 831	77,56%	53 774 430	99,7710	123 401	0,2290	1 790	0,0027
SIXTH RESOLUTION											
APPROVAL OF THE COMPENSATION POLICY APPLICABLE TO THE CHAIRMAN OF THE BOARD OF DIRECTORS	ADOPTED	67 429 807	67 423 438	67 423 438	77,56%	67 324 832	99,8538	98 606	0,1462	6 369	0,0094
SEVENTH RESOLUTION											
APPROVAL OF THE COMPENSATION POLICY APPLICABLE TO THE CHIEF EXECUTIVE OFFICER	ADOPTED	67 429 807	67 365 657	67 365 657	77,56%	64 224 615	95,3373	3 141 042	4,6627	64 150	0,0951
EIGHTH RESOLUTION											
APPROVAL OF THE COMPENSATION POLICY APPLICABLE TO THE DEPUTY CHIEF EXECUTIVE OFFICERS	ADOPTED	67 429 807	67 365 357	67 365 357	77,56%	63 733 799	94,6092	3 631 558	5,3908	64 450	0,0956

¹ Being specified that Predica and ACM Vie, as well as Mr Christophe Kullmann, Mr Olivier Estève, Mr Dominique Ozanne, as persons directly or indirectly interested, have not taken part in the vote.

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NINTH RESOLUTION											
APPROVAL OF THE COMPENSATION POLICY APPLICABLE TO DIRECTORS	ADOPTED	67 429 807	67 422 916	67 422 916	77,56%	67 410 263	99,9812	12 653	0,0188	6 891	0,0102
TENTH RESOLUTION											
APPROVAL OF THE INFORMATION REFERRED TO IN ARTICLE L. 225-37-3 I. OF THE FRENCH COMMERCIAL CODE RELATING TO THE COMPENSATION OF CORPORATE OFFICERS	ADOPTED	67 429 807	67 365 794	67 365 794	77,56%	66 875 519	99,2722	490 275	0,7278	64 013	0,0949
ELEVENTH RESOLUTION											
APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL ITEMS COMPRISING THE TOTAL COMPENSATION AND BENEFITS OF ALL KIND PAID DURING THE FINANCIAL YEAR ENDED DECEMBER 31, 2019 OR GRANTED IN RESPECT OF THE SAME FINANCIAL YEAR TO MR JEAN LAURENT AS CHAIRMAN OF THE BOARD OF DIRECTORS	ADOPTED	67 429 807	67 421 171	67 421 171	77,56%	67 234 625	99,7233	186 546	0,2767	8 636	0,0128
TWELFTH RESOLUTION											
APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL ITEMS COMPRISING THE TOTAL COMPENSATION AND BENEFITS OF ALL KIND PAID DURING THE FINANCIAL YEAR ENDED DECEMBER 31, 2019 OR GRANTED IN RESPECT OF THE SAME FINANCIAL YEAR TO MR CHRISTOPHE KULLMANN AS CHIEF EXECUTIVE OFFICER	ADOPTED	67 429 807	65 843 238	65 843 238	77,56%	55 715 888	84,6190	10 127 350	15,3810	1 586 569	2,3529
THIRTEENTH RESOLUTION											
APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL ITEMS COMPRISING THE TOTAL COMPENSATION AND BENEFITS OF ALL KIND PAID DURING THE FINANCIAL YEAR ENDED DECEMBER 31, 2019 OR GRANTED IN RESPECT OF THE SAME FINANCIAL YEAR TO MR OLIVIER ESTÈVE AS DEPUTY CHIEF EXECUTIVE OFFICER	ADOPTED	67 429 807	67 362 705	67 362 705	77,56%	63 474 313	94,2277	3 888 392	5,7723	67 102	0,0995

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FOURTEENTH RESOLUTION											
APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL ITEMS COMPRISING THE TOTAL COMPENSATION AND BENEFITS OF ALL KIND PAID DURING THE FINANCIAL YEAR ENDED DECEMBER 31, 2019 OR GRANTED IN RESPECT OF THE SAME FINANCIAL YEAR TO MR DOMINIQUE OZANNE AS DEPUTY CHIEF EXECUTIVE OFFICER	ADOPTED	67 429 807	67 362 705	67 362 705	77,56%	64 151 034	95,2323	3 211 671	4,7677	67 102	0,0995
FIFTEENTH RESOLUTION											
RATIFICATION OF THE COOPTATION OF MS ALIX D'OCAGNE AS MEMBER OF THE BOARD OF DIRECTORS	ADOPTED	67 429 807	67 425 623	67 425 623	77,56%	67 194 471	99,6572	231 152	0,3428	4 184	0,0062
SIXTEENTH RESOLUTION											
RENEWAL OF MR CHRISTOPHE KULLMANN AS MEMBER OF THE BOARD OF DIRECTORS	ADOPTED	67 429 807	67 427 117	67 427 117	77,56%	67 070 881	99,4717	356 236	0,5283	2 690	0,0040
SEVENTEENTH RESOLUTION											
RENEWAL OF MS PATRICIA SAVIN AS MEMBER OF THE BOARD OF DIRECTORS	ADOPTED	67 429 807	67 184 341	67 184 341	77,56%	66 887 585	99,5583	296 756	0,4417	245 466	0,3640
EIGHTEENTH RESOLUTION											
RENEWAL OF MS CATHERINE SOUBIE AS MEMBER OF THE BOARD OF DIRECTORS	ADOPTED	67 429 807	67 184 303	67 184 303	77,56%	66 150 083	98,4606	1 034 220	1,5394	245 504	0,3641
NINETEENTH RESOLUTION											
AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO BUY BACK COMPANY'S SHARES	ADOPTED	67 429 807	67 417 064	67 417 064	77,56%	67 246 940	99,7477	170 124	0,2523	12 743	0,0189

		Total of voting rights represented	Total of votes cast	Number of shares	Proportion of share capital represented	Vote for		Vote against		Abstention	
						Number	% of votes cast	Number	% of votes cast	Number	% of total voting rights represented
<u>EXTRAORDINARY SHAREHOLDERS' MEETING</u>											
TWENTIETH RESOLUTION AMENDMENT OF ARTICLE 7 (FORM OF SHARES AND IDENTIFICATION OF SHAREHOLDERS), ARTICLE 16 (POWERS OF THE BOARD OF DIRECTORS), ARTICLE 17 (REMUNERATION OF DIRECTORS) AND ARTICLE 20 (NON-VOTING MEMBERS) OF THE COMPANY'S ARTICLES OF ASSOCIATION	ADOPTED	67 430 164	67 425 752	67 425 752	77,56%	67 321 074	99,8448	104 678	0,1552	4 412	0,0065
TWENTY-FIRST RESOLUTION DELEGATION OF POWER TO BE GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE COMPANY'S SHARE CAPITAL THROUGH INCORPORATION OF RESERVES, PROFITS OR PREMIUMS	ADOPTED	67 430 164	67 427 820	67 427 820	77,56%	67 400 695	99,9598	27 125	0,0402	2 344	0,0035
TWENTY-SECOND RESOLUTION AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO REDUCE THE COMPANY'S SHARE CAPITAL BY CANCELLING SHARES	ADOPTED	67 430 164	67 428 026	67 428 026	77,56%	67 365 820	99,9077	62 206	0,0923	2 138	0,0032
TWENTY-THIRD RESOLUTION DELEGATION OF POWER TO BE GRANTED TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE CAPITAL, WITH SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS	ADOPTED	67 430 164	67 428 802	67 428 802	77,56%	66 145 969	98,0975	1 282 833	1,9025	1 362	0,0020

		Total of voting rights represented	Total of votes cast	Number of shares	Proportion of share capital represented	Vote for		Vote against		Abstention	
						Number	% of votes cast	Number	% of votes cast	Number	% of total voting rights represented
TWENTY-FOUR RESOLUTION											
DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO ISSUE, THROUGH PUBLIC OFFERING, SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE CAPITAL, WITH WAIVER OF THE PREFERENTIAL SUBSCRIPTION RIGHT OF SHAREHOLDERS AND, FOR SHARES ISSUES, A MANDATORY PRIORITY PERIOD	ADOPTED	67 430 164	67 427 155	67 427 155	77,56%	67 058 075	99,4526	369 080	0,5474	3 009	0,0045
TWENTY-FIVE RESOLUTION											
DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE CAPITAL, WITH WAIVER OF THE PREFERENTIAL SUBSCRIPTION RIGHT OF SHAREHOLDERS, IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY	ADOPTED	67 430 164	67 426 792	67 426 792	77,56%	67 119 797	99,5447	306 995	0,4553	3 372	0,0050
TWENTY-SIX RESOLUTION											
DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE CAPITAL IN ORDER TO COMPENSATE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY, WITH WAIVER OF THE SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHT	ADOPTED	67 430 164	67 426 707	67 426 707	77,56%	67 191 086	99,6506	235 621	0,3494	3 457	0,0051
TWENTY-SEVEN RESOLUTION											
DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF CARRYING OUT SHARE CAPITAL INCREASES RESERVED FOR EMPLOYEES OF THE COMPANY AND COMPANIES OF THE COVIVIO GROUP PARTICIPATING IN A SAVING PLAN, WITH WAIVER OF PREFERENTIAL SUBSCRIPTION RIGHTS	ADOPTED	67 430 164	67 426 398	67 426 398	77,56%	65 898 528	97,7340	1 527 870	2,2660	3 766	0,0056

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						Number	% of votes cast	Number	% of votes cast	Number	% of total voting rights represented
TWENTY-EIGHT RESOLUTION											
POWERS TO CARRY OUT FORMALITIES	ADOPTED	67 430 164	67 428 628	67 428 628	77,56%	67 427 032	99,9976	1 596	0,0024	1 536	0,0023