



# LETTER TO SHAREHOLDERS: REPORT OF THE GENERAL MEETING OF MAY 27, 2020 AND FIRST 2020 STATUS REPORT

- Editorial by Thomas Georgeon and Bruno Meyer
- Dividend payment of € 2 per share
- Mr. Didier Ridoret, appointed new Chairman of the Board of Directors
- Change in the composition of the Board and specialized committees
- Postponement of the announcement of a new strategic plan in the face of lingering uncertainties linked to the impact of the Covid-19 crisis



"A long term model backed by solid foundations"

The successful integration of Affine's assets and teams during 2019 allows us to pursue with determination, in accordance with our objectives, the refocusing of our 100% office strategy, with 80% in Ile-de-France and 20% in high-potential regional cities, our asset disposal plan and the improvement of our financial structure.

As such, it should be noted that it is thanks to the work carried out over the past few years with Hubert Rodarie, who chairmanship of our Board of Directors ends today, that this last step has been successfully completed.

The appointment of Didier Ridoret as Chairman of the Board of Directors marks the start of a new chapter in the history of the Group in an environment marked by an unprecedented crisis and faced with the immense challenges of responsibility which are becoming ever more clearly imposed on us all.

Against this background, and contrary to what we announced during the presentation of our annual results, it seems inappropriate to decide on a new strategic plan until we have clear visibility of the impact of the crisis on our projects, our tenants and our environment.

However, the Group's strategy, which makes the customer the focus for its real estate approach and assumes a diversity of rental risk through a multi-tenant approach to assets, would seem to be a guarantee of resilience in these troubled times.

The Société de la Tour Eiffel, with assets of € 1.9 billion, is an integrated commercial property investment company with a long-standing service culture. Operating throughout the real estate cycle, it supports its clients, companies of all sizes and from all sectors, through a demanding practice of direct management of its assets located in regions with high growth potential. The property company manages its rapidly expanding real estate assets over the long term, with a strategic refocusing plan for the 100% office portfolio, with 80% in Greater Paris and 20% in high-potential regional cities, and has established itself as a benchmark player.

Société de la Tour Eiffel is listed on Euronext Paris (Compartment B) – ISIN Code: FR0000036816 – Reuters: TEIF.PA – Bloomberg: EIFF.FP -Indexes: IEIF Foncières, IEIF Immobilier France

www.societetoureiffel.com





Thomas Georgeon Managing Director

## Report of the general meeting of May 27, 2020

The Combined General Meeting of shareholders of Société de la Tour Eiffel met on May 27, 2020 behind closed doors at the head office<sup>1</sup> under the last chairmanship of Hubert Rodarie. Thomas Georgeon, Managing Director, and Bruno Meyer, Deputy Managing Director, were appointed vote tellers at the board meeting preceding the General Meeting. Laurence Deverchère was appointed as secretary.

The quorum was established at 79.56% and the meeting approved all of the resolutions submitted to it. The full results of the votes are available on the Société de la Tour Eiffel website.

#### Dividend payment of € 2 per share

The General Meeting decided to distribute an amount taken from the remaining distributable profit for the 2019 financial year up to 18,615,509 euros as well as an amount taken from the issue premium, in order to form a total distribution of

2.00 euros per share, in cash. The distribution will be paid on June 15, 2020 and the detachment of the coupon will take place on June 11, 2020.

#### Appointment of Mr. Didier Ridoret as new Chairman of the Board of Directors



Didier Ridoret was appointed Chairman of the Board of Directors. He terms of office is three years. succeeds Hubert Rodarie, who took SMABTP since September 2014, Didier Ridoret has held many union positions and other posts, in particular at the Banque de France, Medef, the Conseil National de la Sous-Traitance du Bâtiment (CNSTB) and the Fédération

Française du Bâtiment, of which he was chairman from 2008 to 2014.

Didier Ridoret, new Chairman of the Board of Directors of Société de la Tour Eiffel, said: " I am proud to now chair the Board of Directors of Société de la Tour Eiffel and would like to thank, on behalf of the SMA group, the directors and all of the shareholders, Hubert Rodarie for his commitment and contribution to the development of the property company. Under the leadership of a visionary, dynamic and competent team, the Group has now entered a new era, making service more than ever the focus for its customer relations. Its long-term development strategy in particularly promising areas of Greater Paris and in regional cities with high potential seems to us to respond in every respect to the commercial real estate challenges of tomorrow."

Jacques Chanut was also co-opted to the vacant director position of Hubert Rodarie and two new directors were appointed: Christine Sonnier, independent director, as well as IMPERIO ASSURANCES ET CAPITALIZATION, represented by Marie-George Dubost. The term of office as director of Marie Wiedmer Brouder, independent director, was renewed, and Philippe

Desurmont was appointed as observer. The duration of these

office in October 2014. Chairman of The Board of Directors of Société de la Tour Eiffel now has 43% women and 50% of directors qualified as independent in application of the criteria set out in the Middlenext code.

> The Board of Directors also approved the creation of an Investment Committee consisting of Marie Wiedmer Brouder and Christine Sonnier, independent directors, Didier Ridoret, Chairman of the board of directors, AG REAL ESTATE represented by Serge Fautré, independent director and MM PUCCINI represented by Jean-Yves Mary, independent director. The chairmanship of the Investment Committee was entrusted to Marie Wiedmer Brouder.

The Audit Committee comprises Bibiane de Cazenove, Chair and independent director, as well as SMAvie BTP represented by Agnès Auberty.

The Appointment and Remuneration Committee was modified with the appointment of a new Chairman in the person of Patrick Bernasconi to replace Marie Wiedmer Brouder. Two other members were appointed: SMABTP represented by Pierre Esparbès, and LA MUTUELLE GENERALE, represented by Patrick Sagon, independent director.



### Voted resolutions



On the basis of the items transmitted by SGSS, account holder of the Company and in charge of holding the general meeting

Quorum (%) 79.56%
Quorum (shares) 13 116 829
Totaol number of shares (excluding treasury shares) 16 508 749
Shareholders present or represented 61

|                        | Shareholders | Shares/Votes | % of capital |
|------------------------|--------------|--------------|--------------|
| Present                | N/A          | N/A          | N/A          |
| Represented            | 0            | 0            | 0            |
| Powers of the Chairman | 26           | 1 160 192    | 7,13%        |
| Vote by correspondence | 35           | 11 956 637   | 72,43%       |
| TOTAL                  | 61           | 13 116 829   | 79,56%       |

| Resolution     | Result          | For                |             | Agains            | t             | Abstention          | Proportion   | Proportion |
|----------------|-----------------|--------------------|-------------|-------------------|---------------|---------------------|--------------|------------|
|                |                 | Votes              | %           | Votes             | %             | Votes %             | of capital   | du capital |
|                |                 | Resolutio          | ns of the c | competence of the | Ordinary Ger  | neral Meeting:      |              |            |
| 1 Approval of  | the financial   | statements for t   | he year e   | nded December     | 31, 2019      |                     |              |            |
| 1              | adopted         | 13 116 852         | 100         | 0                 | 0             | 17                  | - 13 116 852 | 79.454     |
| 2 Approval of  | the consolide   | ated financial sta | itements    | for the year end  | ed Decembe    | er 31, 2019         |              |            |
| 2              | adopted         | 13 116 852         | 100         | 0                 | 0             | 17                  | - 13 116 852 | 79.454     |
| 3 Allocation o | f profit for th | ne year - dividend | l distribut | tion and distribu | tion of the s | share premium       |              |            |
| 3              | adopted         | 13 115 934         | 99,99       | 930               | 0,01          | 5                   | - 13 116 864 | 79.454     |
| 4 Statutory au | ıditors' specia | al report on regu  | lated agr   | eements - Obser   | vation of th  | he absence of a new | agreement    |            |
| 4              | adopted         | 13 116 869         | 100         | 0                 | 0             | 0                   | - 13 116 869 | 79.454     |
| 5 Renewal of   | Ms. Marie W     | IEDMER BROUDE      | ER, as dire | ector             |               |                     |              |            |
| 5              | adopted         | 13 115 374         | 99,99       | 1 495             | 0,01          | 0                   | - 13 116 869 | 79.454     |
| 6 Appointmen   | it of IMPERIC   | O ASSURANCES ET    | T CAPITAL   | IZATION SA as d   | irector       |                     |              |            |
| 6              | adopted         | 13 116 852         | 99,99       | 17                | 0,01          | 0 -                 | 13 116 869   | 79.454     |
| 7 Appointmen   | nt of Ms. Chri  | stine SONNIER as   | s director  | 1                 |               |                     |              |            |
| 7              | adopted         | 13 115 374         | 99,99       | 1 495             | 0,01          | 0                   | 13 116 869   | 79.454     |
| 8 Appointmen   | nt of Mr. Phili | ippe DESURMON      | T as obse   | rver              |               |                     |              |            |
| 8              | adopted         | 13 076 115         | 99,69       | 40 754            | 0,31          | 0 -                 | 13 116 869   | 79.454     |
|                | <del>-</del>    |                    |             |                   |               |                     |              |            |



| 9 Approval o         | f the remune    | ration policy fo  | or direct                                      | ors and the Cho   | airman d  | of the Board of Dire   | ctors               |                      |
|----------------------|-----------------|-------------------|--|-------------------|-----------|------------------------|---------------------|----------------------|
| 9                    | adopted         | 13 116 809        | 99,99  | 60                | 0,01      | 0                      | - 13 116 869        | 79.454               |
| 10 Approval          | of the Manag    | ging Director's   | compen   | sation policy     | , , ,     |                        |                     |                      |
| 10                   | adopted         | 13 075 130        | 99.68  | 41 739            | 0,32      | 0                      | - 13 116 869        | 79.454               |
|                      | <u>'</u>        |                   | <u> </u>                                       |                   | , ,       |                        | 10 110 000          | 731131               |
| 11 Approvai          | oj tne Deputy   |                   |  | compensation      | ропсу     |                        |                     |                      |
| 11                   | adopted         | 13 075 130        | 99,68  | 41 739            | 0,32      | 0                      | - 13 116 869        | 79.454               |
| 12 Approval          | of the inform   | ation referred    | to in I o                                      | f article L.225-3 | 37-3 of t | he French Commerc      | ial Code of Law     |                      |
| 12                   | adopted         | 13 115 922        | 99,99  | 942               | 0,01      | 5                      | - 13 116 864        | 79.454               |
| 13 Approval          | of the fixed, v | variable and ex   | xception                                       | al items makin    | g up the  | total compensation     | n and benefits of a | ny kind              |
| paid during t        | he past finan   | cial year or all  | located j                                      | for the same fir  | nancial y | vear to Mr. Hubert R   | Rodarie, Chairman   | of the               |
| <b>Board of Dire</b> | ectors          |                   |  |                   |           |                        |                     |                      |
| 13                   | adopted         | 13 115 879        | 99,99  | 990               | 0,01      | 0                      | - 13 116 869        | 79.454               |
| 14 Approval          | of the fixed, v | variable and ex   | xception                                       | al items makin    | g up the  | total compensation     | n and benefits of a | ny kind              |
| paid during t        | he past finan   | cial year or all  | located j                                      | for the same fir  | nancial y | vear to Mr. Thomas     | Georgeon, Manag     | ing                  |
| Director             |                 |                   |  |                   |           |                        |                     |                      |
| 14                   | adopted         | 13 075 130        | 99,68  | 41 739            | 0,32      | 0                      | - 13 116 869        | 79.454               |
| 15 Approval          | of the fixed, v | variable and ex   | xception                                       | al items makin    | g up the  | total compensation     | n and benefits of a | ny kind              |
| paid during t        | he past finan   | cial year or all  | located j                                      | for the same fir  | nancial y | ear to Mr. Bruno M     | leyer, Deputy Man   | aging                |
| Director             |                 |                   |  |                   | •         |                        |                     |                      |
| 15                   | adopted         | 13 075 130        | 99.68  | 41 739            | 0,32      | 0                      | - 13 116 869        | 79.454               |
|                      | •               |                   | <u> </u>                                       |                   | ,         | the company buy be     |                     |                      |
|                      |                 |                   |  |                   |           | nmercial Code of La    |                     |                      |
| 16                   | adopted         | 13 074 935        |  | 41 922            | 0,32      | 12                     | - 13 116 857        | 79.454               |
|                      |                 |                   | <u>,                                      </u> |                   | , ,       |                        | I                   | 731131               |
|                      |                 |                   |  |                   | <u>.</u>  | Meeting of Sharehol    |                     |                      |
|                      |                 | be given to th    | ne Board                                       | of Directors to   | increas   | se the capital by inco | orporating reserve  | s, profits           |
| and/or bonu          | ses             |                   |  |                   |           |                        |                     |                      |
| 17                   | adopted         | 13 076 068        | <u> </u>                                       | 40 749            | 0,31      | 12                     | - 13 116 817        | 79.453               |
| 18 Delegatio         | n of power to   | be given to th    | ne Board                                       | of Directors to   | issue o   | rdinary shares givin   | g, where appropri   | ate,                 |
| access to ord        | linary shares   | or the allocation | on of de                                       | bt securities, ai | nd/or m   | arketable securities   | giving access to o  | rdinary              |
| shares, while        | e maintaining   | pre-emptive s     | ubscript                                       | tion rights       |           |                        |                     |                      |
| 18                   | adopted         | 13 074 590        | 99,68  | 42 239            | 0,32      | 0                      | - 13 116 829        | 79.453               |
| 19 Delegatio         | n of authority  | y to be given to  | o the Bo                                       | ard of Directors  | s to issu | e ordinary shares gi   | iving, where appro  | priate,              |
| access to ord        | linary shares   | or the allocation | on of de                                       | bt securities, ai | nd/or m   | arketable securities   | giving access to o  | rdinary              |
| shares, with         | cancellation o  | of the pre-emp    | otive sub                                      | scription rights  | by pub    | lic offer (excluding t | he offers referred  | to in 1 of           |
|                      |                 |                   |  |                   |           | or as remuneration     |                     |                      |
| public exchai        | _               | •                 |  |                   |           |                        |                     | •                    |
| 19                   | adopted         | 13 074 277        | 99,68  | 42 540            | 0,32      | 12                     | - 13 116 817        | 79.453               |
| 20 Delegatio         | <u> </u>        |                   | <u>,                                      </u> | l                 | ,         | e ordinary shares gi   |                     |                      |
|                      | _               | _                 |  |                   |           | arketable securities   |                     |                      |
|                      | •               |                   |  | -                 | -         | fer referred to in 1   |                     | •                    |
|                      |                 | ancial Code of    |  |                   |           | jer rejerreu te m z t  |                     |                      |
| 20                   | adopted         | 13 073 342        |  | 43 470            | 0,33      | 17                     | - 13 116 812        | 79.453               |
|                      | <u> </u>        | se the amoun      | <u>,                                      </u> |                   | <u> </u>  | <b>1</b>               | 10 110 012          | , J. <del>T</del> JJ |
|                      |                 |                   |  |                   | 0.21      |                        | 12 116 020          | 70 452               |
| 21                   | adopted         | 13 075 835        | 99,69  | 40 994            | 0,31      | U                      | - 13 116 829        | 79.453               |





|             |                  |                  |           | of 10% of the cast to the cast to the capital | _         | order to remu   | unerate contributions  | in kind of |
|-------------|------------------|------------------|-----------|---|-----------|-----------------|--|------------|
| 22          | adopted          | 13 076 068       | 99,69     | 40 749  | 0,31      | 12              | - 13 116 817   | 79.45      |
| ecurities g | iving access to  | capital with     | cancellat | tion of pre-emp                               | tive sub  | scription righ  | ital by issuing ordinar<br>its for the benefit of the<br>the French Labour Coa | he         |
| 23          | adopted          | 13 116 802       | 99,99     | 15  | 0,01      | 12              | - 13 116 817   | 79.45      |
| 4 Harmon    | ization of the o | articles of asso | ociation  | with the regulo                               | ntions in | i force         |  |            |
| 24          | adopted          | 13 116 829       | 100       | 0   | 0         | 0               | - 13 116 829   | 79.45      |
| 5 Amendn    | nent of the art  | icles of associ  | ation in  | order to provid                               | e for th  | e possibility o | f consulting directors   | in writing |
| 25          | adopted          | 13 116 829       | 100       | 0   | 0         | 0               | - 13 116 829   | 79.45      |
| 6 Textual I | references app   | licable in the   | event of  | a change in th                                | e indexi  | ng of account   | <b>'S</b>  |            |
| 26          | adopted          | 13 076 080       | 99,69     | 40 749  | 0,31      | 0               | - 13 116 829   | 79.45      |
| 7 Powers j  | for formalities  |                  |           |   |           |                 |  |            |
| 27          | adopted          | 13 116 817       | 100       | 12  | 0         | 0               | - 13 116 817   | 79.45      |

Calendar: 28 July 2020 after market close – Release of the 2020 half-year results

