

## ORPEA ANNOUNCES MAJOR CHANGES IN ITS BOARD OF DIRECTORS

Puteaux, 3 July 2022 (8.00 pm CEST)

Following the appointment of Laurent Guillot as ORPEA's new Chief Executive Officer as of 1 July 2022, the ORPEA Group is announcing major changes in its Board of Directors that will be proposed at the next Annual General Meeting.

The Annual General Meeting will therefore be asked to appoint five new directors for a four-year term, four of which will be independent and whose varied skills will bring additional expertise to the Group.

The four new independent directors to be voted on by the shareholders on 28 July 2022 are:

- Guillaume Pepy, Chairman of *Initiative France* and former Chairman and Chief Executive Officer of SNCF;
- Isabelle Calvez, Director of Human Resources at the Veolia Group;
- John Glen, Chairman of the Board of Directors of BIC S.A. until May (proposed by CPPIB);
- David Hale, Chief Executive Officer of the Guerbet Group.

Furthermore, as announced on 2 May 2022 on the occasion of his appointment, Laurent Guillot, ORPEA's Chief Executive Officer, will also be proposed as a new director at the Annual General Meeting.

Finally, Bertrand Finet, Chief Executive Officer of Peugeot Invest Assets, will succeed Thierry de Poncheville as the permanent representative of Peugeot Invest Assets on ORPEA's Board of Directors at the end of the Annual General Meeting.

Philippe Charrier, who chaired the Board of Directors and was ORPEA's provisional Chief Executive Officer from February to June 2022, has decided to step down as a director at the end of the next Annual General Meeting. Having left CPPIB, Moritz Krautkrämer resigned his directorship on 17 June 2022. Jean-Patrick Fortlacroix will not seek to renew his term of office as director, which will expire at the end of the next Annual General Meeting.

If elected, Guillaume Pepy will be proposed to chair the new Board of Directors.

The new Board of Directors will therefore be composed as follows:

	Personal information				Experience	Position on the Board			
	Age	Gender	Nationality	Number of shares	Number of offices held in listed companies	Independence	First date of appointment	Term of office	Length of service on the Board
Mr Guillaume Pepy	64	M	French	-	-	Yes	28/07/2022	AGM 2026	-
Mr Laurent Guillot	53	M	French	-	2	No	28/07/2022	AGM 2026	-
Ms Laure Baume	46	F	French	928	1	Yes	14/12/2016	AGM 2024	6
Ms Corine de Bilbao	55	F	French	40	2	Yes	23/06/2020	AGM 2024	2
Ms Isabelle Calvez	57	F	French	-	1	Yes	28/07/2022	AGM 2026	-
Ms Bernadette Danet-Chevallier	63	F	French	246	1	Yes	16/09/2014	AGM 2025	8
Peugeot Invest Assets, represented by Mr Bertrand Finet	56	M	French	-	2	Yes	15/02/2012	AGM 2023	10
Mr John Glen <sup>1</sup>	62	M	British and Irish	-	1	Yes	28/07/2022	AGM 2026	-
Mr David Hale	54	M	Franco-American	-	1	Yes	28/07/2022	AGM 2026	-
Mr Olivier Lecomte	56	M	French	230	2	Yes	16/11/2020	AGM 2025	2
Ms Pascale Richetta	62	F	French	10	1	Yes	23/06/2020	AGM 2024	2
Ms Joy Verlé <sup>1</sup>	42	F	Franco-British	1	2	Yes	27/04/2017	AGM 2023	5
Ms Sophie Kalaidjian (director representing the employees)	44	F	French	20	1	No	15/01/2015	AGM 2024	7
Mr Laurent Serris (director representing the employees)	51	M	French	-	1	No	15/12/2020	AGM 2023	2

<sup>1</sup> Candidates proposed by CPPIB

The new Board of Directors will determine the new composition of its Committees.

Following its endeavor for full transparency, the first remedial measures established, and the reflections initiated on the transformations to be undertaken, this new governance affirms ORPEA's desire for a

transformation that will allow to best fulfil its mission and to meet the challenges of the healthcare and medical-social system.

The Board of Directors wishes to thank sincerely its Chairman, Philippe Charrier, who agreed to take over as Chief Executive Officer on a temporary basis at the epitome of the crisis experienced by ORPEA, in order to restore confidence and enable the company to continue its mission under the best possible conditions. From February to June 2022, the desire for transparency was furthered through the external audits carried out by the Grant Thornton and Alvarez & Marsal firms; the Group signed a refinancing plan securing its future; a new Chief Executive Officer—Laurent Guillot—was recruited; remediation measures were initiated; and a dialogue was originated with the Group's stakeholders to set in motion a long-term reflection process, with the holding of the *Etats Généraux du Grand Âge* roundtable talks. The re-founding of the Group can thus begin on these new footings, thanks to the commitment and dedication of Philippe Charrier.

In addition, two new independent directors are expected to join the new Board of Directors when they are released from their current obligations. A press release will be issued in due course.

### **Bio of Guillaume Pepy**

Recognized for his extensive leadership experience, Guillaume Pepy is currently Chairman of *Initiative France*, the leading network of associations for financing and supporting new entrepreneurs, and of LYDEC, a subsidiary of Suez, charged with managing water and electricity in the Greater Casablanca region in Morocco. Guillaume Pepy is also a Senior Advisor to Salesforce and the Boston Consulting Group. He is a director of Chemours Inc in the United States. Guillaume Pepy began his career at the French Council of State and then at the Ministries of Finance and of Labor, Employment and Social Affairs. In 1996, he was made Deputy Chief Executive Officer of the SOFRES Group. He was then appointed Director of Main Lines at the Société Nationale des Chemins de Fer Français (SNCF) in 1997. Following this, he went on to take up the position of Chief Operating Officer for Customers, Group Chief Operating Officer and then Chairman and Chief Operating Officer from 2008 to 2019. Guillaume Pepy is a member of the Board of Directors of the Shoah Memorial, Malandain Ballet Biarritz and the Heart and Research Foundation. He is a graduate of the Institut d'Etudes Politiques de Paris (Paris Political Studies Institute) and the Ecole Nationale d'Administration.

### **Bio of Isabelle Calvez**

With a long career in the field of Human Resources, Isabelle Calvez has been Director of Human Resources of Veolia since April 2022, after having been Group Director of Human Resources of Suez from May 2017 to May 2022. Isabelle Calvez began her career in executive search before joining Thomson-CSF, now Thalès, where she was appointed Business development director for Communications electronic warfare in 1996. In 2000, she joined the Canal+ Group as Director of Human Resources for Canal+ Technologies and HR Development VP for the group. She was appointed HR VP France & Benelux Accenture in 2003, HR VP for the Groupama Group in 2007 and then for Carrefour France in 2012. Isabelle Calvez graduated from the Institut d'Etudes Politiques de Paris (Paris Political Studies Institute) in 1986.

## Bio of John Glen

Particularly experienced in governance and leadership as well as finance and real estate, John Glen began his career at Unilever, before joining Air Liquide in 2000 as Group Finance Director and member of the Executive Committee. From 2008 to 2019, he was Chief Executive Officer of Buccleuch Estates Ltd, the holding company of a family group operating in the agricultural field of activity and industry sector in England and Scotland. In particular, he has helped to develop and market a portfolio of large energy projects in sustainable technologies. In addition, he became a director of The Borders Distillery Co. in 2016. From January 2020, he served as Group Chief Operating Officer of DC Thomson Publishing before being appointed Chairman of the Board of Directors of BIC SA until May 2022. John Glen is a Fellow of the Chartered Institute of Certified Accountants and holds a master's degree in Accounting and Economics from the University of Edinburgh.

## Bio of David Hale

A specialist in the healthcare sector, David Hale has been Chief Executive Officer of Guerbet since December 2019, following several months with the group as Chief Commercial Officer and member of the Executive Committee in charge of sales, marketing, development and engineering of diagnostic imaging medical devices. David Hale has worked for Ascom and Boston Consulting Group, among others. He then joined GE Healthcare in France and the United States, where for 15 years he held several management positions in the areas of quality, sales, marketing and product management in the services and information systems sectors. David Hale graduated from the Georgia Institute of Technology (USA) with a degree in industrial and systems engineering and an MBA from the Institute of Management Development (Switzerland).

## About ORPEA ([www.orpea-corp.com](http://www.orpea-corp.com))

Founded in 1989, ORPEA is one of the world leaders in Dependency care (nursing homes, assisted living, post-acute and rehabilitation hospitals, mental health hospitals, home care services)

ORPEA is listed on Euronext Paris (ISIN code: FR0000184798) and is a member of the SBF 120, STOXX 600 Europe, MSCI Small Cap Europe and CAC Mid 60 indices.

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