

## Information notice relating to the conclusion of a regulated agreement pursuant to Article L. 22-10-13 of the French Commercial Code

On 11 June 2025, Clariane S.E. (the "**Company**") has entered into a regulated agreement with Crédit Agricole SA, indirect shareholder of the Company with more than 10% of the voting rights, through Predica Prévoyance Dialogue du Crédit Agricole ("**Predica**"), first shareholder, of which it holds 26.02% of the share capital and voting rights. Predica is also a member of the Company's Board of Directors as a legal entity and benefits from a second natural person Director appointed by the General Meeting on Predica's proposal.

This agreement is a share purchase agreement relating to the disposal by Clariane France, a wholly owned subsidiary of the Company, of all the shares of Korian Domiciles to Crédit Agricole Santé et Territoire ("**CAST**"), a subsidiary of Crédit Agricole SA, (the "**Purchase Agreement**" and the "**Transaction**").

The Transaction took place as part of a competitive process and is carried out for a gross sale value (enterprise value) of €345 million.

The Company is involved in the Purchase Agreement to guarantee the representations and warranties given by Clariane France which are limited in time.

Crédit Agricole SA is a party to the Purchase Agreement to guarantee CAST's commitments under this agreement.

The completion of the Transaction is subject to CAST obtaining the authorization of the French Competition Authority.

The Board of Directors of the Company, after obtaining an independent opinion from Accuracy on the valuation of the securities disposed, considered, in accordance with the recommendation of the Investment Committee, that the Transaction, taking into account the attractive level of valuation proposed and the terms of execution, corresponds to the Company's interest. It noted that the Transaction enables the Company to complete six months ahead of schedule – under favorable terms for all stakeholders – the implementation of the plan to strengthen its financial structure announced on 14 November 2023.

The Board of Directors of the Company authorized the conclusion of the Purchase Agreement during its meeting of 9 June 2025, in accordance with Article L. 225-38 of the French Commercial Code. Mrs Florence Barjou representing Predica at the Board of Directors, and Mr Matthieu Lance, Director appointed on Predica's proposal, did not take part in the discussions or vote.

The conclusion of the Purchase Agreement was also the subject of a press release issued on 12 June 2025.

The Purchase Agreement will be submitted to the General Meeting of shareholders for approval.

*It is reminded that, in accordance with Article R. 22-10-19 of the French Commercial Code, the amount of the last net income (Group share) of the Company was -55,122 million euros as at 31 December 2024.*