Vilmorin & Cie SA
Public limited company with Board of Directors
with a capital of 349,488,703 euros
Head Office: 4, Quai de la Mégisserie – F-75001 PARIS
SIREN Paris 377 913 728
Fiscal year from July 1st to June 30th
Euronext Paris (Compartment A) – Eligible for Deferred Settlement Order
Indices: CAC Small, CAC Mid & Small and CAC All-Tradable



RESULT OF THE VOTE ON THE RESOLUTIONS OF THE COMBINED ANNUAL GENERAL MEETING (ORDINARY AND EXTRAORDINARY) OF DECEMBER 10, 2021

- Number of shares comprising the capital stock: 22,917,292.
- Number of shares with voting rights: 22,910,392.
- Number of **shareholders** present, represented or having voted by correspondence at the **Ordinary** Annual General Meeting: 876.
- Number of **shares** present, represented or having voted by correspondence at the **Ordinary** Annual General Meeting: 19,920,021.
- Number of **votes** present, represented or having voted by correspondence at the **Ordinary** Annual General Meeting: 35,492,306.
- Number of **shareholders** present, represented or having voted by correspondence at the **Extraordinary** Annual General Meeting: 875.
- Number of **shares** present, represented or having voted by correspondence at the **Extraordinary** Annual General Meeting: 19,919,932.
- Number of **votes** present, represented or having voted by correspondence at the **Extraordinary** Annual General Meeting: 35,492,217.

RESOLUTIONS OF AN ORDINARY NATURE

First resolution

Approval of the annual corporate financial statements and full discharge to the Board of Directors - approval of costs and expenses that are non-deductible fiscally

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	34,166,430	99.98
Against	5,143	0.02
Abstention	1,320,733	-
Total	35,492,306	100.00

Second resolution

Regulatory agreements

Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,482,390	99.99
Against	5,235	0.01
Abstention	4,681	-
Total	35,492,306	100.00

Third resolution

Application of the profits

Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,489,635	>99.99
Against	931	<0.01
Abstention	1,740	1
Total	35,492,306	100.00

Fourth resolution

Approval of the annual consolidated financial statements and full discharge to the Board of Directors Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	34,165,764	99.98
Against	5,992	0.02
Abstention	1,320,550	-
Total	35,492,306	100.00

Fifth resolution

Fixing the compensation related to the activity of the Board Members for fiscal year 2020-2021 Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,108,213	98.93
Against	379,787	1.07
Abstention	4,306	-
Total	35,492,306	100.00

Sixth resolution

Approval of the replacement of Bpifrance Participations by Bpifrance Investissement Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	34,035,093	95.90
Against	1,454,528	4.10
Abstention	2,685	-
Total	35,492,306	100.00

Seventh resolution

Approval of the provisional appointment of a Board Member - Géraldine BÖRTLEIN Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,467,499	99.94
Against	22,648	0.06
Abstention	2,159	-
Total	35,492,306	100.00

Eighth resolution

Renewal of the term of office of a Board Member - Géraldine BÖRTLEIN

Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,484,514	99.98
Against	5,533	0.02
Abstention	2,259	-
Total	35,492,306	100.00

Ninth resolution

Appointment of a new Board Member – Sébastien BRIFFOND

Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	34,002,105	95.81
Against	1,487,418	4.19
Abstention	2,783	-
Total	35.492.306	100.00

Tenth resolution

Authorization given to the Board of Directors to allow the Company to buy back treasury shares within the framework of article L.22-10-62 of the French Commercial Code

Number of shares	% of capital stock
19.920.021	86.95

	Number of Votes	% Total Votes
For	35,483,819	99.98
Against	5,531	0.02
Abstention	2,956	-
Total	35,492,306	100.00

Eleventh resolution

Issue of bonds and other assimilated debt securities

Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,488,166	99.99
Against	2,384	0.01
Abstention	1,756	-
Total	35,492,306	100.00

Twelfth resolution

Decision on the components of the remuneration granted for fiscal year 2020-2021 to the Chairman and CEO Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,480,355	99.98
Against	7,679	0.02
Abstention	4,272	-
Total	35,492,306	100.00

Thirteenth resolution

Approval of the compensation policy applicable to corporate officers

Number of shares	% of capital stock
19 920 021	86 95

	Number of Votes	% Total Votes
For	33,501,354	94.41
Against	1,985,069	5.59
Abstention	5,883	-
Total	35,492,306	100.00

Fourteenth resolution

Approval of information concerning the compensation of corporate officers as mentioned in I of article L.22-10-9 of the French Commercial Code

Result of the vote

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,477,353	99.97
Against	9,041	0.03
Abstention	5,912	-
Total	35,492,306	100.00

Fifteenth resolution

Approval of the fixed and variable components of total compensation and benefits of any kind paid or allocated in respect of the fiscal year ended June 30, 2021 to Mr. Daniel JACQUEMOND, Delegate CEO

Number of shares	% of capital stock
19,920,021	86.95

	Number of Votes	% Total Votes
For	35,039,113	98.78
Against	431,469	1.22
Abstention	21,724	1
Total	35,492,306	100.00

RESOLUTIONS OF AN EXTRAORDINARY NATURE

Sixteenth resolution

Delegation of authority to issue, **with** pre-emptive subscription rights, ordinary shares and/or securities providing access, immediately or when due, to Company shares or to shares in a company in which it directly or indirectly holds more than half the capital stock, or debt securities in particular such as bonds with an option of conversion and/or exchange for new or existing shares

Result of the vote

Number of shares	% of capital stock
19,919,932	86.95

	Number of Votes	% Total Votes
For	33,603,750	94.68
Against	1,886,811	5.32
Abstention	1,656	-
Total	35,492,217	100.00

Seventeenth resolution

Delegation of authority to issue, **without** pre-emptive subscription rights by public offer, of ordinary shares and/or securities providing access immediately or when due, to Company shares or shares in a company in which it directly or indirectly holds more than half the capital stock, or debt securities in particular such as bonds with an option of conversion and/or exchange for new or existing shares

Number of shares	% of capital stock
19.919.932	86.95

	Number of Votes	% Total Votes
For	33,162,088	93.44
Against	2,327,781	6.56
Abstention	2,348	1
Total	35,492,217	100.00

Eighteenth resolution

Delegation of authority to issue, without pre-emptive subscription rights, ordinary shares and/or securities providing access immediately or when due, to the Company's capital stock or the capital stock of a company in which it directly or indirectly holds more than half the capital stock, by private placement as defined in the first paragraph of article L. 411-2 of the French Monetary and Financial Code

Result of the vote

Number of shares	% of capital stock
19,919,932	86.95

	Number of Votes	% Total Votes
For	33,738,929	95.07
Against	1,750,415	4.93
Abstention	2,873	-
Total	35,492,217	100.00

Nineteenth resolution

Global limit of the total amount to be issued

Result of the vote

Number of shares	% of capital stock
19,919,932	86.95

	Number of Votes	% Total Votes
For	35,442,262	99.87
Against	44,981	0.13
Abstention	4,974	-
Total	35,492,217	100.00

Twentieth resolution

Delegation of authority given to the Board of Directors to increase the capital stock by issuing ordinary shares and/or securities providing access to the capital stock, without pre-emptive rights, to participants in the Company savings plan, pursuant to articles L. 3332-18 et seq. of the French Labor Code

Number of shares	% of capital stock
19,919,932	86.95

	Number of Votes	% Total Votes
For	3,864,466	10.89
Against	31,625,170	89.11
Abstention	2,581	1
Total	35,492,217	100.00

RESOLUTION OF AN ORDINARY NATURE

Twenty-first resolution

Delegation of powers to carry out corporate formalities Result of the vote

Number of shares	% of capital stock
19.920.021	86.95

	Number of Votes	% Total Votes
For	35,487,597	>99.99
Against	1,340	<0.01
Abstention	3,369	•
Total	35,492,306	100.00