



## COMBINED GENERAL MEETING OF JUNE 29, 2018: APPROVAL OF ALL RESOLUTIONS

The Combined General Meeting of Icade's shareholders, held on June 29, 2018 and chaired by Mr André Martinez, approved all the resolutions recommended by the Board of Directors.

Voting results for each resolution are shown below.

### Approval of the merger of ANF Immobilier into Icade

The General Meetings held by ANF Immobilier and Icade approved the merger of ANF Immobilier into Icade based on an exchange ratio of 3 Icade shares for 11 ANF Immobilier shares representing a dilution of only 0.57% to Icade's shareholders.

The merger, entailing the dissolution of ANF Immobilier without liquidation, took effect at the end of Icade's Combined General Meeting held today and will be retroactive to January 1, 2018 from an accounting and tax standpoint.

Icade welcomes this merger which fits into the group's plan to streamline its structures and which is following the transactions that occurred in 2017.

This transaction meets Icade's objectives to diversify its portfolio and increase its presence in major French cities, in addition to making it possible to access ANF Immobilier's development projects worth €245 million<sup>1</sup>.

Please see the separate press release issued today at:

<http://www.icafe.fr/en/finance/results-and-publications/documentation-relating-to-the-anf-immobilier-transaction>

### Appointment of an independent director: Mr Guillaume Poitrinal

The General Meeting approved the appointment of Mr Guillaume Poitrinal as independent director.

Guillaume Poitrinal, who successively served as CEO, Chairman and CEO and subsequently Chairman of the Executive Board of Unibail-Rodamco (2005-2013), is the founding partner, head and member of the Management Board of ICAMAP S.à.r.l., an independent company specialised in managing funds investing in listed and unlisted real estate in Europe, he is also co-founder and 50% shareholder of the Woodeum company, a low carbon real estate developer.

ICAMAP Investments S.à.r.l. (a company controlled by the ICAMAP Investors fund<sup>2</sup>) holds a 1.83% stake in Icade. ICAMAP Investments S.à.r.l. stated that it is acting in concert with the funds GIC Pte Ltd and Future Fund Board of Guardians—these 3 entities having a 4.60%<sup>3</sup> shareholding in Icade.

As a result, at the end of the General Meeting, Icade's Board of Directors is composed of 14 directors including 5 independent directors (i.e. 35.7%), in line with the recommendations set out in the AFEP-MEDEF Corporate Governance Code.

**Mr Guillaume POITRINAL will be a member of the Board of Directors' Strategy and Investments Committee and of the CSR and Innovation Committee.**

<sup>1</sup> On a full consolidation basis including land and lease incentives as of 12/31/2017 (including off-plan)

<sup>2</sup> The Icamap Investors fund is managed by ICAMAP S.à.r.l.

<sup>3</sup> As last notified to the company on June 7, 2018

## Voting results

	Ordinary General Meeting	Extraordinary General Meeting
Number of shares entitled to vote	73,864,542	73,864,542
Number of shareholders present, represented, having appointed the Chairman as proxy or having voted by post	807	806
Number of shares present, represented, having appointed the Chairman as proxy or having voted by post	63,144,742	63,144,741
Number votes present, represented, having appointed the Chairman as proxy or having voted by post	63,144,742	63,144,741
Quorum	85.48%	85.48%

Res.	Type	Title	For	Against	Abst.	Tot. Votes	F%	A%	Abst%
01	EXT	Review and approval of the merger of ANF Immobilier into Icade	63,137,566	7,137	38	63,144,741	99.99%	0.01%	0.00%
02	EXT	Confirmation of the satisfaction of conditions precedent and resulting decision, on the completion date of the merger, to increase Icade's share capital in consideration for the contributions made for the purposes of the merger	63,137,696	7,000	45	63,144,741	99.99%	0.01%	0.00%
03	EXT	Icade's assumption of ANF's obligations with respect to outstanding stock options at the completion date of the merger	63,100,423	44,233	85	63,144,741	99.93%	0.07%	0.00%
04	EXT	Icade's assumption of ANF's obligations with respect to unvested bonus shares at the completion date of the merger	63,099,947	44,747	47	63,144,741	99.93%	0.07%	0.00%
05	ORD	Appointment of Mr Guillaume Poitrinal as independent director).	63,042,545	102,159	38	63,144,742	99.84%	0.16%	0.00%
06	ORD	Powers for formalities	63,138,907	5,797	38	63,144,742	99.99%	0.01%	0.00%

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## Financial calendar

**July 23, 2018:** H1 2018 results and presentation of the 2019-2022 strategic plan

**October 19, 2018:** Q3 2018 revenue

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## ABOUT ICADE

### Building for every future

As an investor and a developer, Icade is an integrated real estate player which designs innovative real estate products and services adapted to new urban lifestyles and habits. By placing corporate social responsibility and innovation at the core of its strategy, Icade is closely involved with stakeholders and users in the cities—local authorities and communities, companies and employees, institutions and associations... As a commercial and healthcare property investor (portfolio value of €10.8bn as of 12/31/17 on a proportionate consolidation basis) and as a property developer (2017 economic revenues of €1,209m), Icade has been able to reinvent the real estate business and foster the emergence of tomorrow's greener, smarter and more responsible cities. Icade is a significant player in the Greater Paris area and major French cities. Icade is listed on Euronext Paris as a French Listed Real Estate Investment Company (SIC). Its leading shareholder is the Caisse des dépôts Group.

The text of this press release is available on the Icade website: [www.icode.fr](http://www.icode.fr)

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