

INFORMATION RELATING TO THE FINANCIAL TERMS OF MR OLIVIER WIGNIOLLE'S DEPARTURE

In connection with the departure of Mr Olivier Wigniolle as Chief Executive Officer of Icade, following the General Meeting of the Company held on Friday April 21, 2023, the Board of Directors, at its meeting on February 17, 2023 and on the recommendation of the Appointments and Remuneration Committee, decided to grant him the elements of remuneration detailed below:

Annual fixed remuneration:

The amount of the annual fixed remuneration of the Chief Executive Officer has remained unchanged since 2015: €400,000.

As a result, Mr Olivier Wigniolle received €121,644 in fixed remuneration for the 2023 financial year on a pro rata basis up to and including April 21, 2023.

Annual variable remuneration:

On the recommendation of the Appointments and Remuneration Committee, the Board of Directors considered that Mr Olivier Wigniolle should receive €50,000 in annual variable remuneration for the 2022 financial year.

The payment of this annual variable remuneration was approved by the General Meeting on April 21, 2023.

The remuneration policy for the Chief Executive Officer until April 21, 2023, as amended by the General Meeting on April 21, 2023, does not provide for annual variable remuneration for the 2023 financial year. Mr Olivier Wigniolle will therefore receive no annual variable remuneration for the 2023 financial year.

Exceptional remuneration:

Mr Olivier Wigniolle will receive €100,000 in exceptional remuneration, subject to the signing of an exclusivity agreement with Primonial REIM France for the sale of Icade's stake in Icade Santé, it being specified that this agreement was signed on March 13, 2023¹.

This exceptional remuneration is based on Mr Olivier Wigniolle's involvement in leading this project considered transformational for the Company. With this exceptional remuneration, the Board of Directors wished to pay tribute to Mr Olivier Wigniolle's commitment to successfully concluding this

¹ For more information on this transaction, see the press release published on March 13, 2023.

major and unique project for the Group. This brings to a close his two terms as Chief Executive Officer, during which he helped us achieve many successes and implement two successive strategic plans, allowing the Group to radically reinvent itself and reinforce its leadership position.

The payment of this exceptional remuneration was approved by the General Meeting on April 21, 2023.

Performance shares:

On the recommendation of the Appointments and Remuneration Committee, considering the termination of Mr Olivier Wigniolle's employment following the General Meeting on April 21, 2023 and in accordance with the rules of the relevant plans, the Board of Directors has decided to:

- maintain all of Mr Olivier Wigniolle's rights under the 2021 performance share plan (1-2021 Plan), subject to a vesting period ending on July 1, 2023. Up to 1,649 performance shares may vest if performance conditions are met; and
- maintain Mr Olivier Wigniolle's rights on a pro rata basis (i.e. up to 50%) under the 2022 performance share plan (2-2022 Plan), subject to a vesting period ending on April 22, 2024. Up to 900 performance shares may vest (based on an initial grant of 1,800 performance shares) if performance conditions are met.

At the end of the vesting period for the 1-2021 and 2-2022 Plans and subject to satisfaction of the performance condition, Mr Olivier Wigniolle will become the owner of the shares granted to him. He will be required to hold the shares so granted for a period of two years from the vesting date, i.e. until July 1, 2025 under the 1-2021 Plan and April 22, 2026 under the 2-2022 Plan.

Post-employment consulting agreement:

The Company and Mr Olivier Wigniolle entered into a post-employment consulting agreement at the end of the General Meeting of April 21, 2023 allowing the Company to benefit from Mr Olivier Wigniolle's expertise and guidance in order to ensure the completion of the first stage in the sale of Icade's stake in Icade Santé¹. In return, Mr Olivier Wigniolle would receive a success fee of up to €150,000, subject to the successful closing of the first stage in the aforementioned sale.

In accordance with Article L. 225-38 et seq. of the French Commercial Code, prior authorisation from the Board of Directors has been obtained for the signing of this post-employment consulting agreement. The Company has published information relating to this agreement on its website pursuant to Articles L. 22-10-13 and R. 22-10-17 of the French Commercial Code. This agreement will be submitted for shareholder approval at the General Meeting to be held in 2024 based on the Statutory Auditors' special report on regulated related party agreements.

It should be noted that Mr Olivier Wigniolle will receive no severance or non-compete indemnity in connection with the termination of his employment at Icade.