

## **Summary of the Ordinary and Extraordinary Shareholders' General Meeting of May 10, 2023**

The Shareholders' General Meeting of Imerys (the "**Company**") held on May 10, 2023, at New Cap Event Center, 3 Quai de Grenelle, 75015 Paris, and chaired by the Chairman of the Board, Patrick Kron, approved all the resolutions presented by the Board of Directors.

The meeting was broadcast live on the Company's website.

### **Approval of the 2022 financial statements**

The Shareholders' General Meeting has approved the statutory and consolidated financial statements for 2022, which reported a net income, Group share, of €237 million.

### **Dividend**

The Shareholders' General Meeting decided to pay a €3.85 dividend per share for fiscal year 2022 (where €1.50 corresponds to the payment of an ordinary dividend and €2.35 to the payment of a special dividend). The dividend will be paid out on May 17, 2023.

### **Governance**

The Shareholders' General Meeting also approved:

- the compensation policies of the corporate officers for 2023, as well as all the components of the compensation and benefits of all kind paid in or granted for the 2022 financial year to the Chairman of the Board of Directors, Patrick Kron, and to the Chief Executive Officer, Alessandro Dazza;
- the re-appointment for a 3-year term of Annette Messemer and Véronique Saubot as directors; and
- the appointment for a 3-year term of Stéphanie Besnier as director.

As of May 10, 2023, the Board of Directors is made up of 10 directors, including 6 independent directors (i.e. 60%), 5 female directors (i.e. 50%), and 2 employee representative directors.

### **Share buyback and cancellation of treasury shares**

The Shareholders' General Meeting also approved the renewal of the share buyback program under the same terms and conditions than the current program and of the authorization granted in favor of the Board of Directors to cancel all or part of treasury shares, representing up to 10% of the Company's share capital per 24-month period.

### **Financial authorizations**

The Shareholders' General Meeting also approved the renewal of a number of financial authorizations in favor of the Board of Directors, granted most recently by the Ordinary and Extraordinary Shareholders' Meetings held on May 10, 2021 which enables it to increase the Company's share capital by issuing shares or securities conferring entitlement to the Company's share capital. These authorizations are renewed under the same terms and conditions, including overall caps, for a 26-month period. Furthermore, the Board of Directors cannot exercise these authorizations during a public offer for the Company's shares.

### **Employee shareholding**

The Shareholders' General Meeting also approved the renewal of the authorization to carry out capital increases reserved for members of a company or group savings plan and the renewal of specific

authorization for the allocation of free performance shares to certain employees and/or corporate officers of the Group.

Voting results per resolution as well as the presentation of the Shareholders' General Meeting will be available on the Company's website: <https://www.imerys.com/finance/finance/shareholders-corner>. The Shareholders' Meeting will be also rebroadcast on the Company's website ([www.imerys.com](http://www.imerys.com)).

**Financial agenda**

July 27, 2023	H1 2023 Results
October 30, 2023	Q3 2023 Results

These dates are subject to any further updates as provided on the Company's website [www.imerys.com](http://www.imerys.com), under the Finance / Financial Agenda section.

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*The world's leading supplier of mineral-based specialty solutions for industry with €4.3 billion in revenue and 14,000 employees in 2022. Imerys delivers high value-added, functional solutions to a great number of sectors, from processing industries to consumer goods. The Group draws on its understanding of applications, technological knowledge and expertise in material science to deliver solutions by beneficiating its mineral resources, synthetic minerals and formulations. Imerys' solutions contribute essential properties to customers' products and their performance, including heat resistance, hardness, conductivity, opacity, durability, purity, lightness, filtration, absorption and water repellency. Imerys is determined to develop responsibly, in particular by fostering the emergence of environmentally-friendly products and processes.*

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