

# COMBINED GENERAL MEETING JUNE 17, 2020

**Management and Supervisory Board members** 



This document is a free translation. In case of discrepancy between the French and the English version, the French version shall prevail.

## **VALNEVA**

A European company (Societas Europaea or SE) with a Management and a Supervisory Board Share capital: €13,820,407.74

Registered office: 6 rue Alain Bombard, 44800 Saint-Herblain (France)
Nantes Companies Register (RCS) No. 422 497 560

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## MANAGEMENT AND SUPERVISORY BOARD MEMBERS ARTICLES L. 225-115 AND R. 225-83 OF THE FRENCH COMMERCIAL CODE

## 1. Management Board

The Company's Management Board is currently composed of the following members:



Mr. Thomas Lingelbach
Chair of Valneva SE's Management Board - President & CEO (56 years old)

Appointed on May 10, 2013

Offices and positions previously held in any company other than Valneva SE

End of term of office at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

Offices and positions currently held in any company other than Valneva SE<sup>1</sup>

Companies incorporated under and governed by French law

Valneva France SAS

Membre du comité de supervision (Supervisory Board member)

Since February 2019

Companies incorporated under and governed by the law of other countries

Geschäftsführer

From December 2013 to October 2015

Grätzelmixer GmbH Geschäftsführer Since September 2017 Valneva UK Limited

Since October 2015

Valneva Sweden AB

Director

Valneva Sweden AB Chair of the Board Since February 2015

Valneva Canada Inc. Member of the Board of Directors Since January 2015

Vaccines Holdings Sweden AB Chair of the Board Since December 2014

Valneva Austria GmbH Geschäftsführer Since August 2013

Valneva USA Inc. President & CEO Since November 2012

Director Since August 2008

Valneva Scotland Ltd. Director Since December 2006

Other positions

**Hookipa Biotech GmbH**Chair of CMC (Chemicals Manufacturing and Controls) Advisory Board Since January 2019

<sup>1</sup> Current listed companies are indicated by (\*).





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Mr. Franck Grimaud

Member of Valneva SE's Man ident & CBO (54 years old)

Appointed on May 10, 2013 End of term of office at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

Offices and positions currently held in any company other than Valneva  $\ensuremath{\text{SE}}^1$ 

Offices and positions previously held in any company other than Valneva SE (including in the last five years)

Companies incorporated under and governed by French law

Valneva France SAS Président (President) Since February 2019

Blink Biomedical SAS
Membre du comité de supervision (Supervisory Board member) Since January 2015

Companies incorporated under and governed by the law of other countries

Valneva Scotland Ltd.

Since June 2017

Valneva USA Inc.

Since December 2015

Deputy CEO Since December 2015

Valneva UK Limited

Since October 2015

Valneva Sweden AB Board member

Since February 2015

Valneva Canada Inc.
Member of the Board of Directors

Since January 2015

President Since January 2015

Vaccines Holdings Sweden AB

Board member Since December 2014

Managing Director Since December 2014

Valneva Austria GmbH

Geschäftsführer (Managing Director) Since August 2013

Grimaud (Deyang) Animal Health Co Ltd.

Board member

From September 2000 to February 2019

Valneva Toyama Japan K.K.

(Company liquidated on December 17, 2018) Representative Director & President From April 2011 to December 2018

Chengdu Grimaud Breeding Farm Co Ltd.

Board member From January 2000 to July 2018

Other positions

Fonds Pays de la Loire Participations

Chair of the Governing Board (Président du Conseil de direction) Since September 2016

Atlanpole Biothérapies

President (*Président*) Since February 2018

Board member (Administrateur)

Atlanpole Biothérapies

Treasurer (*Trésorier*)
January 2015 to February 2018

Board member and Vice-President (Administrateur et Vice-Président) From January 2012 to December 2014



<sup>&</sup>lt;sup>1</sup> Current listed companies are indicated by (\*).

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Mr. Frédéric Jacotot Member of Valneva SE's Management Board -General Counsel & Corporate Secretary (56 years old)

Appointed on March 21, 2017 (with effect as from April 1, 2017)

End of term of office at the Ordinary General Meeting
called to approve the annual financial statements for the fiscal year ending December 31, 2021

| Offices and positions currently held in any company other than Valneva SE <sup>1</sup>                     | Offices and positions previously held in any company other than Valneva S (including in the last five years) |
|--|--|
| Companies incorporate  | ed under and governed by French law  |
| Valneva France SAS Président du comité de supervision (Chair of the Supervisory Board) Since February 2019 | -  |
| Companies incorporated unde  | er and governed by the law of other countries  |

Valneva Sweden AB Board member Since June 2017

Vaccines Holdings Sweden AB Board member Since June 2017

Valneva Austria GmbH Geschäftsführer (Managing Director) Since September 2017



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## Mr. David Lawrence

Member of Valneva SE's Manage ent Board - Chief Financial Officer (57 years old)

Appointed on August 1, 2017 (with effect as from August 7, 2017)

End of term of office at the Ordinary General Meeting
called to approve the annual financial statements for the fiscal year ending December 31, 2021

Offices and positions currently held in any company other than Valneva SE<sup>1</sup>

Offices and positions previously held in any company other than Valneva SE (including in the last five years)  $\,$ 

Companies incorporated under and governed by French law

Valneva France SAS

Membre du comité de supervision (Supervisory Board member) Since February 2019

Companies incorporated under and governed by the law of other countries

Valneva Sweden AB

Board member Since November 2017

Vaccines Holdings Sweden AB

Board member

Since November 2017

Valneva USA Inc.

Director Since November 2017

Valneva Canada Inc. Member of the Board of Directors

Since November 2017

Valneva Scotland Ltd.

Director Since October 2017

Valneva Austria GmbH

Geschäftsführer (Managing Director) Since August 2017

Stuart & Muir Consulting Ltd.

Since December 2011

Secretary Since December 2011

Synpromics Ltd. Director

From May 2012 to August 2019

Redx Pharma Plc (\*)

Director From May 2016 to August 2017

Synpromics Agbiosub Ltd.

Director From July 2013 to September 2015



<sup>&</sup>lt;sup>1</sup> Current listed companies are indicated by (\*).

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Mr. Wolfgang Bender

Member of Valneva SE's Mana d - Chief Medical Officer (66 years old)

Appointed on August 1, 2017 (with effect as from September 1, 2017)
End of term of office at the Ordinary General Meeting
called to approve the annual financial statements for the fiscal year ending December 31, 2021

Offices and positions currently held in any company other than Valneva  $\ensuremath{\mathrm{SE}^1}$ 

Offices and positions previously held in any company other than Valneva SE (including in the last five years)  $\,$ 

Companies incorporated under and governed by French law

Valneva France SAS

Membre du comité de supervision (Supervisory Board member) Since February 2019

Companies incorporated under and governed by the law of other countries

Valneva Sweden AB

Board member Since November 2017

Valneva Austria GmbH

Geschäftsführer (Managing Director) Since September 2017

Valneva UK Limited

Since October 2017

LB Life Sciences Consulting Senior Consultant Since April 2014 (Dormant since September 1, 2017)



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## 2. Supervisory Board

The Company's Supervisory Board is currently composed of the following members:



Mr. Frédéric Grimaud

Chair of Valneva SE's Supervisory Board (56 years old)

Appointed by the Extraordinary General Meeting of December 12, 2012 Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

Independent

Audit and Governance Committee

**Nomination and Compensation** Committee

Experience and expertise

No

Offices and positions currently held in any company other than Valneva SE1

Offices and positions previously held in any company other than Valneva SE (including in the last five years)

Companies incorporated under and governed by French law

Chair of the Board (Président du conseil d'administration) Since July 2017

Genesis Investment SAS

Supervisory Board member (Membre du conseil de surveillance) Since March 2016

Choice Genetics SAS Director (Administrateur) Since March 2020

Nomination and compensation committee member (Membre du Comité de nomination et rémunération) Since November 2014

La Couvée SAS

Management and Steering Committee member (Membre du Comité de pilotage et de direction) Since June 2005

Groupe Grimaud La Corbière SA Chair of the Management Board (*Président du directoire*) Since June 2004

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the company Vital Meat SAS

Since December 2018

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the company Galor SAS

Since December 2015

Permanent representative of the company Grimaud Frères Holding SAS, in its capacity as of President of the company Grimaud Frères Sélection SAS

Since December 2015

Permanent representative of the company Groupe Grimaud La Corbière SA,

in its capacity as of President of the company **Hubbard Holding SAS** Since December 2015

Permanent representative of the company Groupe Grimaud La Corbière SA,

in its capacity as of President of the company Hypharm SAS

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the company Filavie SAS

Since December 2015

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the company Novogen SAS

Since December 2015

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the company Blue Genetics Holding SAS

Since December 2015

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the company **Grimaud Frères Holding SAS** Since December 2014

Permanent representative of the company Groupe Grimaud La

Corbière SA, in its capacity as of President of the company Choice Genetics SAS

From December 2015 to March 2020

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of Chair of the Board of the company Choice Genetics SAS

From December 2015 to March 2020

Pen Ar Lan SA

Chair of the Board (Président du conseil d'administration)

From November 2011 to March 2020

Permanent representative of the company Grimaud Frères Holding SAS, in its capacity as of President of the company Les élevages de la Fronière SAS From July 2015 to December 2018

Permanent representative of the company Hubbard Holding SAS, in its

capacity as of President of the company Hubbard SAS From February 2013 to February 2018

**Choice Genetics SAS** 

Chair of the Board (*Président du conseil d'administration*) From October 2014 to December 2015

From January 2008 to December 2015

Galor SAS

President (*Président*)
From November 2013 to December 2015

Blue Genetics Holding SAS

President (*Président*) From May 2013 to December 2015

Novogen SAS

President (Président)

From July 2008 to December 2015

Hubbard Holding SAS

President (Président)

From April 2005 to December 2015

Grimaud Frères Sélection SAS

President (Président)

From November 2002 to December 2015 Hypharm SAS

President (*Président*) From November 2002 to December 2015

Filavie SAS

President (Président)

From November 2002 to December 2015



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Mr. Frédéric Grimaud

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Appointed by the Extraordinary General Meeting of December 12, 2012

Term of office ending at the Ordinary General Meeting
called to approve the annual financial statements for the fiscal year ending December 31, 2021

Offices and positions currently held in any company other than Valneva SE

Offices and positions previously held in any company other than Valneva SE (including in the last five years)  $\,$ 

Companies incorporated under and governed by the law of other countries

Novogen NA Inc. Chair of the Board Since September 2017

Blue Genetics Mexico Chair of the Board Since July 2013

**Grimaud Vietnam Company Limited** President Since June 2009

Choice Genetics USA LLC Board member Since May 2008

**Grimaud (Putian) Breeding Farm Co Ltd.** Chair of the Board Since December 2000

**Grimaud (Deyang) Animal Health Co Ltd.** Chair of the Board Since November 2000

Grimaud Italia SRL Board member Since 2000

Since October 1996

Chengdu Grimaud Breeding Farm Co Ltd. Chair of the Board

Hubbard UK Ltd. (Company liquidated on February 25, 2020) Director Since September 2017

Choice Genetics Vietnam Chair of the Council From January 2013 to February 2019

**Hubbard Polska Sp Zoo** Supervisory Board member From 2006 to February 2018

Blue Genetics Vietnam Chair of the Council From July 2014 to January 2018

Hubbard LLC Chair of the Board From March 2005 to December 2017

Ovogenetics Holding BV Director From December 2014 to May 2016



## M

## VALNEVA SE - MANAGEMENT AND SUPERVISORY BOARD MEMBERS

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## Ms. Louisa Shaw-Marotto Vice-Chair of Valneva SE's Supervisory Board (53 years old)

\*\*\*

Appointed by the Extraordinary General Meeting of June 30, 2016
Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

| Independent  | Audit and Governance Committee     | Nomination and Compensation<br>Committee   | Experience and expertise  |
|--|------------------------------------|--|---|
| Yes  | Member until June 27, 2019         | Chairwoman since June 27, 2019   | Expertise as a commercial executive in the vaccine industry with U.S. and global marketing experience |
| Offices and positions currently hel other than Valneva SE <sup>1</sup> | d in any company                   | Offices and positions previously he (including in the last five years)                 | ld in any company other than Valneva SE   |
|  | Companies incorporated unde        | er and governed by French law  |   |
|  | -                                  |  | -   |
|  | Companies incorporated under and g | overned by the law of other countries  |   |
|  | -                                  | The Medicines Company, USA Vice President Medical Affairs From June 2019 to April 2020 |   |
|  |                                    | Executive Perspective Consulting L<br>President<br>From July 2014 to June 2018         | LC  |

## Other positions

Rutgers University
Advisory Board Member
From May 2017 to June 2018



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Mr. James Sulat Member of Valneva SE's Supervisory Board (69 years old)

Appointed by the Extraordinary General Meeting of March 7, 2013
Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

| Independent   | Audit and Governance Committee     | Nomination and Compensation<br>Committee   | Experience and expertise                                       |
|---|------------------------------------|--|--|
| Yes   | Chairman                           | -  | Finance, Strategy, Capital Markets and<br>Corporate Governance |
| ffices and positions currently held<br>ther than Valneva SE <sup>1</sup>        | in any company                     | Offices and positions previously hel (including in the last five years)                                | d in any company other than Valneva S                          |
|   | Companies incorporated under       | er and governed by French law  |  |
|   | Our resident from the state of the | governed by the law of other countries   |  |
| rch Therapeutics, Inc. (*)  | Companios mos portatos unas una g  | AMAG Pharmaceuticals, Inc.(*)  |  |
| Member of the Board of Directors<br>Since August 2015                           |                                    | Audit Committee member<br>From April 2014 to May 2019  |  |
| MAG Pharmaceuticals, Inc.(*) Chair of the Compensation Committee Since May 2019 |                                    | Momenta Pharmaceuticals Inc. (*) Member of the Board of Directors From June 2018 to June 2019          |  |
| Member of the Board of Directors ince April 2014                                |                                    | Audit Committee member<br>From June 2008 to June 2019  |  |
| ransactions Committee member<br>ince April 2014                                 |                                    | Nominations and Corporate Governance<br>From June 2008 to June 2019<br>Chair of the Board of Directors | ce Committee member  |
|   |                                    | From December 2008 to June 2018  |  |
|   |                                    | Tolero Pharmaceuticals, Inc. Member of the Board of Directors From May 2015 to January 2017            |  |
|   |                                    | DiaDexus, Inc. Member of the Board of Directors From January 2015 to June 2016                         |  |
|   |                                    | Chair of the Audit Committee From January 2015 to June 2016  |  |
|   |                                    | Nominations and Corporate Governance<br>From January 2015 to June 2016                                 | ce Committee member  |
|   |                                    |  |  |
|   |                                    |  |  |
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|   |                                    |  |  |
|   |                                    |  |  |



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## Mr. Alexander von Gabain

Member of Valneva SE's Supervisory Board (69 years old)

Appointed by the Extraordinary General Meeting of March 7, 2013
Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

| Independent  | Audit and Governance<br>Committee | Nomination and Compensation<br>Committee  | Scientific Committee  | Experience and expertise   |
|--|-----------------------------------|---|---|--|
| Yes  | -                                 | Member  | Member until June 27, 2019  | R&D in molecular medicine and<br>biotechnology<br>Co-Founder and former CEO of<br>Intercell<br>Build-up of innovation incubators<br>and ecosystems |
| Offices and positions currently other than Valneva SE <sup>1</sup>               | held in any company               |   | ositions previously held in any<br>the last five years)   | y company other than Valneva SE  |
|  | Companies                         | incorporated under and governed   | by French law   |  |
|  | -                                 |   | -   |  |
|  | Companies incorpo                 | prated under and governed by the  | law of other countries  |  |
| Eveliqure Biosciences, GmbH,<br>Member of the Advisory Board<br>Since April 2017 | Vienna                            | Gründerservi<br>Chair of the St<br>From April 200<br>Karolinska In<br>Chair of the St | ubator of the Viennese Universities Wien GmbH upervisory Board 07 to September 2019 stitutet Holding AB upervisory Board 2015 to April 2017 | sities, INiTS Universitäres  |

## Other positions

Paul Ehrlich Institute, PEI Member of the Scientific Advisory Board Since May 2017

**EIT Health** Chair of the Supervisory Board Since September 2017

## Max Perutz Laboratories, Vienna University

Professor and Chair of Microbiology From January 1993 to September 2018

**EIT Health**Member of the Supervisory Board
From January 2015 to August 2017

Karolinska Institutet Deputy Vice-Chancellor From August 2014 to July 2017



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Ms. Anne-Marie Graffin Member of Valneva SE's Supervisory Board (59 years old)

\*\*\*

Appointed by the Extraordinary General Meeting of March 7, 2013
Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

| Independent  | Audit and Governance Committee | Nomination and Compensation<br>Committee                                 | Experience and expertise                           |
|--|--------------------------------|--|--|
| Yes  | Member since June 27, 2019     | Member until June 27, 2019   | Experience as an executive in the vaccine industry |
| Offices and positions currently held other than Valneva SE <sup>1</sup>                                    | in any company                 | Offices and positions previously h<br>(including in the last five years) | eld in any company other than Valneva SE           |
|  | Companies incorporated under   | er and governed by French law  |  |
| M2Care SAS Board member (Administrateur) Since October 2019  |                                |  | -  |
| Nanobiotix SA (*) Supervisory Board member ( <i>Membre du conseil de surveillance</i> ) Since January 2014 |                                |  |  |
| Sartorius Stedim Biotech SA (*) Board member ( <i>Administrateur</i> ) Since Avril 2015                    |                                |  |  |
| SARL SMAG Consulting Managing Director ( <i>Gérant</i> ) Since September 2011                              |                                |  |  |

Companies incorporated under and governed by the law of other countries



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## Ms. Sandra E. Poole Member of Valneva SE's Supervisory Board (56 years old)

\*\*\*

Appointed by the Extraordinary General Meeting of June 29, 2017
Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2021

| Independent  | Audit and Governance Committee     | Nomination and Compensation<br>Committee  | Experience and expertise  |
|--|------------------------------------|---|---|
| Yes  | Member                             | -   | Experience as a product development an<br>manufacturing executive in biotech and<br>biopharma |
| offices and positions currently held ther than Valneva SE <sup>1</sup> | in any company                     | Offices and positions previously he (including in the last five years)  | eld in any company other than Valneva SE  |
|  | Companies incorporated under       | er and governed by French law   |   |
|  | -                                  |   |   |
|  | Companies incorporated under and g | overned by the law of other countries   |   |
| ViaCyte Inc.  Member of the Board of Directors Since June 2019         |                                    | Candle Therapeutics COO From January 2020 to March 2020   |   |
| Retrophin, Inc. (*) Member of the Board of Directors Since May 2019    |                                    | LogicBio Therapeutics Inc.<br>COO<br>From April 2018 to March 2019  |   |
| 5. Poole Consulting, LLC Managing Director Since August 2016           |                                    | ImmunoGen Inc. (*) Executive Vice-President, Technical C and Commercial Development From October 2016 to January 2017 | Operations  |
|  |                                    | Executive Vice-President, Technical C<br>From July 2015 to October 2016   | Operations  |
|  |                                    | Senior Vice-President, Technical Ope<br>From September 2014 to June 2015  | rations   |
|  |                                    |   |   |
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## M

## VALNEVA SE - MANAGEMENT AND SUPERVISORY BOARD MEMBERS

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Mr. Thomas Casdagli Member of Valneva SE's Supervisory Board, by co-optation (43 years old)

\*\*\*

Appointed by the Supervisory Board on December 12, 2019
Term of office ending at the Ordinary General Meeting called to approve the annual financial statements for the fiscal year ending December 31, 2019
Ratification of appointment and reappointment proposed to this Combined General Meeting

| Independent   | Audit and Governance Committee | Nomination and Compensation Committee                                    | Experience and expertise  |
|---|--------------------------------|--|---|
| No  | -                              | Member   | 17 years' experience in investments in innovative life science companies Qualified as chartered accountant with PricewaterhouseCoopers' Private Equity and Venture Capital practice |
| Offices and positions currently held other than Valneva SE <sup>1</sup> | in any company                 | Offices and positions previously held (including in the last five years) | n any company other than Valneva SE   |
|   | Companies incorporated under   | er and governed by French law  |   |
|   | -                              |  |   |

Companies incorporated under and governed by the law of other countries

**eZono AG** Board member Since August 2019

Xention Pharma Ltd. Board member Since January 2016

Onbone Oy Board member Since November 2014

Patient Connect Ltd. Chair of the Board Since November 2011

MVM Partners LLP Partner Since September 2002 Alliance Pharma plc (\*)
Non-executive Director
From March 2009 to May 2018



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## 3. Share capital held by the Management and Supervisory Board members

The figures below have been calculated in reference to a share capital of 92,136,052 Valneva SE shares, divided into (a) 90,926,423 ordinary shares (ISIN FR0004056851) with a par value of €0.15 each, (b) 17,836,719 preferred shares (ISIN FR0011472943) with a par value of €0.01 each, written down to a par value of €0.15, and (c) 20,514 convertible preferred shares (XFCS00X0I9M1), with a par value of €0.15 each.

Shareholding of the Management Board members

## Mr. Thomas Lingelbach

Nom

Chair of the Management Board - President & CEO

## 148,229 Valneva SE shares

Shares owned

(i.e. 0,16% of the Company's share capital) Divided as follows :

- + 139,983 ordinary shares
- + 3,575 preferred shares (ISIN FR0011472943)
- + 8,008 convertible preferred shares (XFCS00X0I9M1)

### Mr. Franck Grimaud

Management Board member - President & CBO

### 491,557 Valneva SE shares

(i.e. 0,53% of the Company's share capital)

Divided as follows:

- + 485,889 ordinary shares
- + 5,668 convertible preferred shares (XFCS00X0I9M1)

## Mr. Frédéric Jacotot

Management Board member -General Counsel & Corporate Secretary

## 12,544 Valneva SE shares

(i.e. 0,01% of the Company's share capital)

Divided as follows:

- + 10,802 ordinary shares
- + 1,742 convertible preferred shares (XFCS00X0I9M1)

## Mr. David Lawrence

Management Board member - CFO

## 39,802 Valneva SE ordinary shares

(i.e. 0.04% of the Company's share capital)

## Mr. Wolfgang Bender

Management Board member - CMO

## 19,802 Valneva SE ordinary shares

(i.e. 0,02% of the Company's share capital)





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## Shareholding of the Supervisory Board members

| Name   | Shares owned   |  |
|--|--|--|
| Mr. Frédéric Grimaud<br>Chair of the Supervisory Board                     | 257,996 Valneva SE ordinary shares (i.e. 0.28% of the share capital of the Company)  |  |
| Ms. Louisa Shaw-Marotto Vice-Chair of the Supervisory Board                | 0  |  |
| <b>Mr. James Sulat</b> Member of the Supervisory Board                     | 20,992 Valneva SE ordinary shares (i.e. 0.02% of the share capital of the Company)   |  |
| <b>Mr. Alexander von Gabain</b><br>Member of the Supervisory Board         | 39,687 Valneva SE shares (i.e. 0.04% of the share capital of the Company), Breaking down as follows:  + 32,218 ordinary shares; and + 22,048 preferred shares (FR0011472943) |  |
| <b>Ms. Anne-Marie Graffin</b><br>Member of the Supervisory Board           | 0  |  |
| Ms. Sandra E. Poole  Member of the Supervisory Board                       | 0  |  |
| Mr. Thomas Casdagli<br>Member of the Supervisory Board<br>(by co-optation) | 0  |  |

