



**COMBINED GENERAL MEETING
JUNE 23, 2022**

Company's Management Board and Supervisory Board

**Including the information required pursuant to
Article R. 225-83, 5° of the French Commercial Code,
in connection with proposals for the appointment or
reappointment of Supervisory Board members**



VALNEVA

A European company (*Societas Europaea* or SE) with a Management and a Supervisory Board

Share capital: €16,170,314.40

Registered office: 6 rue Alain Bombard, 44800 Saint-Herblain (France)

Nantes Companies Register (RCS) No. 422 497 560

COMPANY'S MANAGEMENT BOARD AND SUPERVISORY BOARD

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 (58 YEARS OLD)

First appointment to Valneva SE's Management Board by the Supervisory Board on May 10, 2013 (with effect as from May 28, 2013)

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment by the Supervisory Board of March 15, 2022, for a period of 3 years expiring at the end of the 2025 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2024

Offices and positions currently held in any company other than Valneva SE ⁽¹⁾	Offices and positions previously held in any company other than Valneva SE (in the last five years)
COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW	
Valneva France SAS <i>Membre du Comité de supervision</i> (Supervisory Board member) Since February 2019	-
COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES	
Grätzelmixer GmbH <i>Geschäftsführer</i> Since September 2017 Valneva UK Limited Director Since October 2015 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 <i>Geschäftsführer</i> Since August 2013 Valneva USA Inc. <ul style="list-style-type: none"> ■ 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 From January 2019 until December 2021

(1) Current listed companies are indicated by (*).

**Mr. Franck Grimaud****MEMBER OF VALNEVA SE'S MANAGEMENT BOARD — DIRECTEUR GÉNÉRAL & CBO
(56 YEARS OLD)***First appointment to Vivalis SA's (now Valneva SE) Management Board by the Supervisory Board on November 29, 2002**End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021**Reappointment by the Supervisory Board of March 15, 2022, for a period of 3 years expiring at the end of the 2025 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2024***Offices and positions currently held
in any company other than Valneva SE⁽¹⁾****Offices and positions previously held in any company
other than Valneva SE (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

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COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES**Valneva Scotland Ltd.**
Director
Since June 2017**Valneva USA Inc.**
▪ Director
Since December 2015
▪ Deputy CEO
Since December 2015**Valneva UK Limited**
Director
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
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*)
Since January 2015**Atlanpole Biothérapies**
Treasurer (*Trésorier*)
January 2015 to February 2018⁽¹⁾ Current listed companies are indicated by (*).



VALNEVA SE - MANAGEMENT BOARD AND SUPERVISORY BOARD



Mr. Frédéric Jacotot

MEMBER OF VALNEVA SE'S MANAGEMENT BOARD — GENERAL COUNSEL & CORPORATE SECRETARY (58 YEARS OLD)

First appointment to Valneva SE's Management Board by the Supervisory Board on March 21, 2017 (with effect as from April 1, 2017)

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment by the Supervisory Board of March 15, 2022, for a period of 3 years expiring at the end of the 2025 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2024

Offices and positions currently held in any company other than Valneva SE ⁽¹⁾	Offices and positions previously held in any company other than Valneva SE (in the last five years)
COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW	
Valneva France SAS <i>Président du Comité de supervision</i> (Chair of the Supervisory Board) Since February 2019	-
COMPANIES INCORPORATED UNDER 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 <i>Geschäftsführer</i> Since September 2017	-

(1) Current listed companies are indicated by (*).



Mr. Juan Carlos Jaramillo

**MEMBER OF VALNEVA SE'S MANAGEMENT BOARD – CHIEF MEDICAL OFFICER
(51 YEARS OLD)**

First appointment to Valneva SE's Management Board by the Supervisory Board on June 17, 2020 (with effect as from October 1, 2020)

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment by the Supervisory Board of March 15, 2022, for a period of 3 years expiring at the end of the 2025 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2024

**Offices and positions currently held
in any company other than Valneva SE⁽¹⁾**

**Offices and positions previously held in any company
other than Valneva SE (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 November 2020

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COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES

Valneva Canada Inc.
Member of the Board of Directors
Since December 2020

Valneva Austria GmbH
Geschäftsführer
Since November 2020

Valneva USA Inc.
Director
Since November 2020

Valneva Sweden AB
Board member
Since October 2020

Daiichi Sankyo GmbH

- Senior Vice President,
Head of Market Access & Pricing
From April 2017 to September 2020
- Senior Vice President, European Head of Medical Affairs
and Market Access & Pricing
From April 2013 to March 2017

(1) Current listed companies are indicated by (*).



VALNEVA SE - MANAGEMENT BOARD AND SUPERVISORY BOARD



Mr. Peter Bühler

**MEMBER OF VALNEVA SE'S MANAGEMENT BOARD - CHIEF FINANCIAL OFFICER
(52 YEARS OLD)**

First appointment to Valneva SE's Management Board by the Supervisory Board on July 28, 2021 (with effect as from January 1, 2022)

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment by the Supervisory Board of March 15, 2022, for a period of 3 years expiring at the end of the 2025 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2024

**Offices and positions currently held
in any company other than Valneva SE⁽¹⁾**

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

COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW

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COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES

Valneva Austria GmbH
Geschäftsführer
Since January 2022

Valneva Sweden AB
Board member
Since January 2022

Alba Bioscience Ltd.
Member of the Board of Directors
From May 2021 to November 2021

Quotient Biocampus Ltd.
Member of the Board of Directors
From May 2021 to November 2021

QBD (QS IP) Ltd.
Member of the Board of Directors
From January 2021 to November 2021

Quotient Ltd.
Chief Financial Officer
From February 2020 to December 2021

Quotient Suisse SA
Member of the Board of Directors
From January 2020 to September 2021

Zaluvida AG
Chief Financial Officer
From April 2017 to March 2019

Stallergenes Greer Plc
Chief Financial Officer
From April 2013 to April 2017

(1) Current listed companies are indicated by (*).



2. SUPERVISORY BOARD

Please note: it is proposed to the shareholders of this Combined General Meeting to reappoint the following Supervisory Board members:

- Mr. Frédéric Grimaud (Resolution 5)
- Mr. James Sulat (Resolution 6)
- Ms. Anne-Marie Salaün (name used : Graffin) (Resolution 7)

It is also proposed to the shareholders of this Combined General Meeting to appoint two new members at the Company's Supervisory Board:

- the company Bpifrance Participations (Resolution 8)
- Mr. James Edward Connolly (Resolution 9)

**Mr. Frédéric Grimaud****CHAIR OF VALNEVA SE'S SUPERVISORY BOARD (58 YEARS OLD)**

First appointment to Vivalis SA's (now Valneva SE) Supervisory Board by the Extraordinary General Meeting on November 29, 2002

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment proposed to the shareholders of this General Meeting

Independent	Audit and Governance Committee	Nomination and Compensation Committee	Experience and expertise
No	Member from June 17, 2020 until May 4, 2022	-	Leader of an industrial group in the field of life sciences

Offices and positions currently held in any company other than Valneva SE⁽¹⁾

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

COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW

Groupe Grimaud La Corbière SAS

(formerly Groupe Grimaud La Corbière SA)
President & Chief Executive Officer
(Président - Directeur Général) since January 2021
(previously Chair of the Management Board
(Président du directoire), since June 2004)

Choice Genetics SAS

- Permanent representative of the company Groupe Grimaud La Corbière SAS, in its capacity as Chair of the Board
Since July 2020
- Nomination and Compensation Committee member
(Membre du Comité de nomination et rémunération)
Since November 2014

Pen Ar Lan SA

Chair of the Board (Président du conseil d'administration)
Since July 2020

Filavie SAS

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

Permanent representative of the company Groupe Grimaud La Corbière SAS in its capacity as President of the following companies :

- Choice Genetics SAS - Since July 2020
- Vital Meat SAS - Since December 2018
- Hubbard Holding SAS - Since December 2015
- Hypharm SAS - Since December 2015
- Filavie SAS - Since December 2015
- Novogen SAS - Since December 2015
- Blue Genetics Holding SAS - Since December 2015
- Grimaud Frères Holding SAS - Since December 2014

Permanent representative of the company Grimaud Frères Holding SAS, in its capacity as President of the company Grimaud Frères Sélection SAS
Since December 2015

Permanent representative of the company Choice Genetics France SAS, in its capacity as President of the company Choice Genetics SAS
Since December 2015

Choice Genetics SAS

Board member (Administrateur)
From March 2020 to July 2020

La Couvée SAS

Management and Steering Committee member
(Membre du Comité de pilotage et de direction)
From June 2005 to July 2020

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as of President of the following companies:

- Galor SAS
From December 2015 to December 2020
- Choice Genetics SAS
From December 2015 to March 2020

Permanent representative of the company Groupe Grimaud La Corbière SA, in its capacity as 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 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 President of the company Hubbard SAS
From February 2013 to February 2018



VALNEVA SE - MANAGEMENT BOARD AND SUPERVISORY BOARD

Offices and positions currently held
in any company other than Valneva SE⁽¹⁾

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

COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES

BMR Blue Genetics Private Limited

Board member (*Administrateur*)
Since July 2020

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

Chengdu Grimaud Breeding Farm Co Ltd.

Chair of the Board
Since October 1996

Hubbard UK Ltd.

(Company liquidated on February 25, 2020)
Director
From September 2017 to February 2020

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

Chairman 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

OTHER POSITIONS

Sodiaal

Qualified Personality at the Office (*Personnalité Qualifiée au sein du Bureau*)
Since February 2020

(1) Current listed companies are indicated by (*).



VALNEVA SE - MANAGEMENT BOARD AND SUPERVISORY BOARD



Mr. James Sulat

VICE-PRESIDENT OF VALNEVA SE'S SUPERVISORY BOARD (71 YEARS OLD)

First appointment to Valneva SE's Supervisory Board by the Extraordinary General Meeting on March 7, 2013 (with effect as from May 28, 2013)

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment proposed to the shareholders of this General Meeting

Independent	Audit and Governance Committee	Nomination and Compensation Committee	Experience and expertise
Yes	Member since March 23, 2021 (previously Chair, since May 31, 2013)	Member since March 23, 2021	Finance, Strategy, Capital Markets and Corporate Governance
Offices and positions currently held in any company other than Valneva SE ⁽¹⁾		Offices and positions previously held in any company other than Valneva SE (in the last five years)	
COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW			
-		-	
COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES			
GS Holdings, Inc. Member of the Board of Directors Since October 2021 Exicure, Inc. ^(*) <ul style="list-style-type: none"> ■ Member of the Board of Directors Since January 2021 ■ Chair of the Audit Committee Since January 2021 		Arch Therapeutics, Inc. Member of the Board of Directors From August 2015 to December 2021 AMAG Pharmaceuticals, Inc. <ul style="list-style-type: none"> ■ Chair of the Compensation Committee From May 2019 to November 2020 ■ Member of the Board of Directors From April 2014 to November 2020 ■ Transactions Committee member From April 2014 to November 2020 ■ Audit Committee member From April 2014 to May 2019 Momenta Pharmaceuticals Inc. <ul style="list-style-type: none"> ■ Member of the Board of Directors From June 2018 to June 2019 ■ Audit Committee member From June 2008 to June 2019 ■ Nominations and Corporate Governance Committee member From June 2008 to June 2019 ■ Chair of the Board of Directors From December 2008 to June 2018 Tolero Pharmaceuticals, Inc. Member of the Board of Directors From May 2015 to January 2017	

(1) Current listed companies are indicated by (*).

**Ms. Anne-Marie Graffin****MEMBER OF VALNEVA SE'S SUPERVISORY BOARD (61 YEARS OLD)**

First appointment to Valneva SE's Supervisory Board by the Extraordinary General Meeting on March 7, 2013 (with effect as from July 5, 2013)

End of current term of office at the 2022 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2021

Reappointment proposed to the shareholders of this General Meeting

Independent	Audit and Governance Committee	Nomination and Compensation Committee	Experience and expertise
Yes	-	Chair since June 17, 2020	Experience as an executive in the vaccine industry
Offices and positions currently held in any company other than Valneva SE⁽¹⁾		Offices and positions previously held in any company other than Valneva SE (in the last five years)	
COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW			
M2Care SAS Board member (<i>Administrateur</i>) 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 April 2015 SMAG Consulting SAS (formerly SARL SMAG Consulting) President since April 2021 (previously Managing Director (<i>Gérant</i>) of the SARL, since September 2011)		-	
COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES			
-		-	

(1) Current listed companies are indicated by (*).



Ms. Sharon Tetlow

MEMBER OF VALNEVA SE'S SUPERVISORY BOARD (62 YEARS OLD)

Appointment to Valneva SE's Supervisory Board by the Ordinary General Meeting on June 17, 2020

End of term of office at the 2023 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2022

Independent	Audit and Governance Committee	Nomination and Compensation Committee	Experience and expertise
Yes	Chair since March 23, 2021 (and member since June 17, 2020)	-	Seasoned financial executive with more than three decades specializing in the life sciences industry
Offices and positions currently held in any company other than Valneva SE⁽¹⁾		Offices and positions previously held in any company other than Valneva SE (in the last five years)	
COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW			
-		-	
COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES			
<p>ShouTi Inc.</p> <ul style="list-style-type: none"> ■ <i>Member of the Board of Directors</i> Since March 2022 ■ <i>Chair of the Audit Committee</i> Since March 2022 <p>Dice Therapeutics, Inc. ^(*) (formerly Dice Molecules, Inc.)</p> <ul style="list-style-type: none"> ■ Member of the Nominating and Governance committee Since February 2021 ■ Member of the Board of Directors Since November 2020 ■ Chair of the Audit Committee Since November 2020 <p>Catalyst Biosciences, Inc. ^(*)</p> <ul style="list-style-type: none"> ■ Member of the Board of Directors Since January 2020 ■ Chair of the Audit Committee Since June 2020 <p>Potrero Hill Advisors, LLC Managing Partner Since January 2016</p>		<p>Altamont Pharma Acquisition Corp. Member of the Board of Directors From February 2021 to January 2022</p> <p>Armetheon, Inc.</p> <ul style="list-style-type: none"> ■ Member of the Board of directors From November 2016 to September 2017 ■ Member of the Audit Committee From November 2016 to September 2017 ■ Member of the Transaction Committee 	
OTHER POSITIONS			
<p>Katherine Michiels School, Project Open Mind Board member Since February 2016</p>			

(1) Current listed companies are indicated by (*).



Ms. Johanna Pattenier

MEMBER OF VALNEVA SE'S SUPERVISORY BOARD (62 YEARS OLD)

Appointment to Valneva SE's Supervisory Board by the Ordinary General Meeting on June 17, 2020

End of term of office at the 2023 General Meeting called to approve the annual financial statements for the fiscal year ended December 31, 2022

Independent	Audit and Governance Committee	Nomination and Compensation Committee	Experience and expertise
Yes	Member since May 4, 2022	Member since June 17, 2020	Seasoned executive with more than two decades of market access, medical and commercial experience in the pharmaceutical industry
Offices and positions currently held in any company other than Valneva SE⁽¹⁾		Offices and positions previously held in any company other than Valneva SE (in the last five years)	
COMPANIES INCORPORATED UNDER AND GOVERNED BY FRENCH LAW			
-		-	
COMPANIES INCORPORATED UNDER AND GOVERNED BY THE LAW OF OTHER COUNTRIES			
-		Novartis Vaccines and Diagnostics Site Head and General Manager From March 2015 to December 2016	

(1) Current listed companies are indicated by (*).



CAPITAL HELD BY THE SUPERVISORY BOARD MEMBERS WHOSE REAPPOINTMENT IS PROPOSED TO THE SHAREHOLDERS

Information at May 31, 2022

Name	Shares owned	Number of equity warrants owned
Mr. Frédéric Grimaud Chair of the Supervisory Board	270,496 Valneva SE ordinary shares (or 0.25% of the share capital of the Company)	6,250 BSA 27 , giving right to 6,250 Valneva SE ordinary shares in total
Mr. James Sulat Vice-President of the Supervisory Board	27,242 Valneva SE ordinary shares (or 0.03% of the share capital of the Company)	3,125 BSA 27 , giving right to 3,125 Valneva SE ordinary shares in total
Ms. Anne-Marie Graffin Member of the Supervisory Board	11,125 Valneva SE ordinary shares (or 0.01% of the share capital of the Company)	3,125 BSA 27 , giving right to 3,125 Valneva SE ordinary shares in total



MR. JAMES EDWARD CONNOLLY

*PROPOSAL FOR APPOINTMENT
AS MEMBER OF THE SUPERVISORY BOARD OF VALNEVA SE*

Mr. James Edward Connolly, commonly known as Jim Connolly, an American national, aged 57, is a seasoned business executive with more than three decades of experience focused on the life sciences industry. Since 2013, Mr. Connolly has served on a number of Boards and has been providing broad based consulting and advisory services to a variety of vaccine, biopharmaceutical and investment organizations covering commercial, corporate and business development, product launches, M&A, corporate strategy, organizational development, etc. From 2010 to 2013, Mr. Connolly was President and CEO of Aeras (now IAVI.) Prior to this he had a long and successful twenty-four-year career at Wyeth (now Pfizer) where he held a series of increasingly senior roles, the last two of which were Executive Vice President and General Manager, Wyeth Vaccines and President, Wyeth Canada. During his tenure leading Wyeth Vaccines, Mr. Connolly played a leading role building the company's vaccines business into one of the top four global manufacturers and creating the first true blockbuster vaccine, Prevnar, with sales in excess of \$3 billion. Mr. Connolly currently serves on the Board of Directors of IAVI and Covenant House Pennsylvania. He previously served on the Board of Directors of Vaxess Technologies (2013-2019), Aeras (2013-2018), PaxVax (2014-2018), Tivorsan Pharmaceuticals (2015-2020) and Ambulatus Robotics (2020-2021). Mr. Connolly earned a B.S.B.A. from Washington University in St Louis.

Currently, Mr. Connolly does not hold any shares of the Company Valneva SE.