

**ADDENDUM TO THE REPORT  
BY ORPEA'S BOARD OF DIRECTORS  
ON THE DRAFT RESOLUTIONS**

**GENERAL MEETING OF SHAREHOLDERS  
OF 14 DECEMBER 2016**

**INDEPENDENCE OF BRIGITTE LANTZ AND LAURE BAUME**

The Appointments and Remuneration Committee, after examining the nominations of Brigitte Lantz and Laure Baume to be directors of ORPEA, and in view of the criteria contained in the AFEP-MEDEF code of corporate governance, has taken the view that they are **independent** within the meaning of that code, and has decided in favour of their proposed appointment in the ordinary general meeting of shareholders on 14 December 2016.

On 26 October 2016, based on the report by the Appointments and Remuneration Committee, the Board of Directors adopted a proposal that you appoint Brigitte Lantz (first resolution) and Laure Baume (second resolution) as directors for a period of four years, with their terms of office expiring at the end of the general meeting of shareholders convened in 2020 to vote on the financial statements for the previous financial year.