

Paris, April 21, 2023



**INFORMATION ON A REGULATED RELATED PARTY AGREEMENT
PURSUANT TO ARTICLES L. 22-10-13 AND R. 22-10-17 OF THE FRENCH COMMERCIAL CODE**

Pursuant to Articles L. 22-10-13 and R. 22-10-17 of the French Commercial Code, information on a regulated related party agreement newly entered into by Icade (the “**Company**”) is provided below:

Nature and purpose of the agreement:

Following the General Meeting on April 21, 2023, the Company entered into a post-employment consulting agreement with Mr Olivier Wigniolle, former Chief Executive Officer of the Company.

Prior approval from Icade’s Board of Directors:

After review, the Board of Directors of the Company authorised on April 21, 2023 the signing of this post-employment consulting agreement pursuant to Article L. 225-38 of the French Commercial Code.

Financial terms of and rationale for this agreement:

The Board of Directors noted that it is in the Company’s interest to enter into this post-employment consulting agreement.

It should be noted that on March 13, 2023¹, the Company, the minority shareholders of both Icade Santé and OPPCI Icade Healthcare Europe (“**IHE**”) as well as Primonial Group entities entered into an agreement under which the Company granted the other parties exclusivity in preparation for the signing of a memorandum of understanding for the sale of Icade’s stake in Icade Santé and the asset portfolio owned by IHE (the “**Transaction**”).

The first stage of the Transaction would involve the Company selling Icade Santé shares totalling €1.4 billion by the end of July 2023. This represents around 64% of the Company’s stake in Icade Santé based on EPRA NTA as of December 31, 2022 (“**Stage 1**”). Stage 1 would be followed by the sale of IHE’s assets and the liquidation of this entity by the end of 2024 and the sale of the remaining Icade Santé shares owned by the Company by the end of 2025.

This Transaction will allow the Company to carry out the Healthcare Property Investment Division’s liquidity event, which is one of the Group’s priorities for 2023. As such, it will crystallise the value of this division, unlock capital gains on its investments in Icade Santé and IHE and generate substantial cash to help the Group to fortify its balance sheet and seize potential growth opportunities.

Mr Olivier Wigniolle, Chief Executive Officer of the Company until the end of its General Meeting held on April 21, 2023, led the negotiations with the various parties that resulted in the signing of

¹ See the press release published on March 13, 2023.

the aforementioned exclusivity agreement. He has a comprehensive understanding of the issues and participants involved in the Transaction. As a result, the Company is seeking to benefit from his expertise and guidance in order to successfully complete Stage 1.

In return, Mr Olivier Wigniolle will receive a success fee of up to €150,000, subject to the successful closing of Stage 1 of the Transaction.

This agreement will be submitted for shareholder approval at the General Meeting to be held to approve the financial statements for the year ending December 31, 2023.