VERIMATRIX
A public limited company with a share capital of €8,754,914.20
Registered office: Impasse des Carrés de l'Arc, Rond-Point du Canet, 13590 Meyreuil
399 275 395 RCS Aix-en-Provence

TEXT OF THE RESOLUTIONS

First resolution
Approval of the company accounts for the financial year ended 31 December 2025

The general meeting, acting in accordance with the quorum and majority requirements for ordinary general meetings,

having taken note of the Board of Directors' management report and the auditors' reports,

approves the company accounts for the financial year ended 31 December 2025, as presented to it, together with the transactions reflected in those accounts or summarised in those reports,

notes that the accounts do not show any non-deductible expenses or costs referred to in Article 39-4 of the General Tax Code.

Second resolution
Approval of the consolidated financial statements for the financial year ended 31 December 2025

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors' report on the consolidated accounts for the financial year ended 31 December 2025 and the auditors' report thereon,

approves the consolidated financial statements of the Verimatrix Group for the financial year ended 31 December 2025, as presented to it, together with the transactions reflected in those financial statements or summarised in those reports.

Third resolution
Allocation of the profit for the financial year ended 31 December 2025

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors' management report,

noting that the loss for the financial year ended 31 December 2025 amounts to the sum of 81 800 300 euros,

resolves to allocate the said loss to the 'retained losses' debit account, which is thereby increased from 0 euros to a negative 81,800,300 euros.

It is noted, in accordance with legal provisions, that no dividend has been declared for the three preceding financial years.

Fourth resolution
Review of the agreements referred to in Articles L. 225-38 et seq. of the Commercial Code

The General Meeting, acting in accordance with the quorum and majority requirements for ordinary general meetings,

having taken note of the special report of the statutory auditors on the agreements referred to in Articles L. 225-38 et seq. of the Commercial Code,

approves, in accordance with the provisions of Article L. 225-40 of the Commercial Code, the service agreement entered into on [•] 2025 between the Company and Diadema SAI, a holding company controlled by Mr Amedeo D'Angelo, director and chairman of the board of directors, the conclusion of which was authorised by the board of directors at its meeting on 29 August 2025.

Fifth resolution
Approval of the components of the remuneration due or awarded for the 2025 financial year to the Chairman of the Board of Directors, Mr Amedeo D'Angelo

The General Meeting, acting in accordance with the quorum and majority requirements for ordinary general meetings,

having taken note of the report of the Board of Directors, pursuant to the provisions of paragraph II of Article L. 22-10-34,

approves the fixed, variable and exceptional remuneration components awarded or to be awarded for the 2025 financial year to the Chairman of the Board of Directors in respect of his term of office, as determined by the Board of Directors in accordance with the principles and criteria approved by the Company's General Meeting of Shareholders on 27 November 2025 pursuant to its second resolution and detailed in the Board of Directors' report on corporate governance.

Sixth resolution
Approval of the components of the remuneration due or awarded for the 2025 financial year to the Chief Executive Officer, Mr Laurent Dechaux

The General Meeting, acting in accordance with the quorum and majority requirements for ordinary general meetings,

having taken note of the report of the Board of Directors, pursuant to the provisions of paragraph II of article L. 22-10-34,

approves the fixed, variable and exceptional remuneration components awarded or to be awarded for the 2025 financial year to the Chief Executive Officer in respect of his term of office, as determined by the Board of Directors in accordance with the principles and criteria approved by the Company's general meeting of shareholders on 27 November 2025 pursuant to its first resolution and detailed in the Board of Directors' report on corporate governance.

Seventh resolution
Vote on the information relating to the 2025 remuneration of corporate officers (excluding executive corporate officers) referred to in Article L. 22-10-9 of the Commercial Code

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors' report,

approves, pursuant to article L. 22-10-34, paragraph I of the Commercial Code, the information referred to in article L. 22-10-9 of the Commercial Code concerning corporate officers (excluding executive corporate officers), as set out in the Board of Directors' report on corporate governance.

Eighth resolution
Approval of the remuneration policy for corporate officers for the 2026 financial year

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors' report on corporate governance and, in particular, of the sections drawn up in accordance with the provisions of article L. 22-10-8 of the Commercial Code,

approves the remuneration policy for corporate officers for the 2026 financial year, as set out in the Board of Directors' report on corporate governance.

Ninth resolution
Approval of the remuneration policy for the Chair of the Board of Directors for the 2026 financial year

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors' report on corporate governance and, in particular, of the sections drawn up in accordance with the provisions of article L. 22-10-8 of the French Commercial Code,

approves the remuneration policy for Mr Amedeo D'Angelo for the 2026 financial year, in his capacity as Chair of the Board of Directors, as set out in the Board of Directors' report on corporate governance.

Tenth resolution
Approval of the remuneration policy for the Chief Executive Officer for the 2026 financial year

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors' report on corporate governance and, in particular, the sections drawn up in accordance with the provisions of article L. 22-10-8 of the Commercial Code,

approves the remuneration policy for Mr Laurent Dechaux for the 2026 financial year, in respect of his role as Chief Executive Officer, as set out in the Board of Directors' report on corporate governance.

Eleventh resolution
Ratification of the appointment of a non-voting board member

The General Meeting, acting in accordance with the quorum and majority requirements applicable to ordinary general meetings,

having taken note of the Board of Directors's report,

noting that the Board of Directors, at its meeting of 12 March 2026, appointed Mr Nicolas Ritter as a non-voting board member, for a term of three (3) years expiring at the close of the annual ordinary general meeting of shareholders to be held in 2029 to approve the financial statements for the financial year ending 31 December 2028,

ratifies, in accordance with the provisions of article 15 of the articles of association, this appointment.

Twelfth resolution
Authorisation to be granted to the Board of Directors for the Company to purchase its own shares

The General Meeting, acting in accordance with the quorum and majority requirements for ordinary general meetings,

having taken note of the Board of Directors' report,

authorises the Board of Directors, with the power to sub-delegate under the conditions provided for by law, for a period of eighteen months from this day, to acquire, under the conditions provided for in articles L. 22-10-62 et seq. of the Commercial Code and by Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, shares in the Company,

resolves that the acquisition, disposal or transfer of such shares may be carried out by any means, on one or more occasions, in particular on the market or over the counter, including through block trades, public offers, or by using options or derivatives, in accordance with the conditions laid down by the market authorities and in compliance with applicable regulations,

resolves that such transactions may take place at any time, in accordance with the regulations in force, except from the time a third party files a draft public offer for the Company's securities until the end of the offer period,

resolves that the authorisation may be used:

- to ensure the liquidity of the Company's shares under a liquidity agreement to be entered into with an investment services provider, in accordance with the market practice accepted by the Autorité des marchés financiers (AMF) regarding liquidity agreements for shares;

- to fulfil obligations relating to share option schemes, free share allocations, employee savings schemes or other share allocations to employees and directors of the Company or its affiliated companies;
- to issue shares upon the exercise of rights attached to securities giving access to the capital;

- to purchase shares for retention and subsequent exchange or payment in connection with potential external growth transactions;
- to cancel all or part of the shares thus repurchased,

- furthermore, generally, to act for any purpose that may be authorised by law or any market practice that may be accepted by the market authorities, with it being specified that, in such a case, the Company would inform its shareholders by way of a press release,

resolves to set the maximum purchase price per share (excluding fees and commissions) at €10, with an overall ceiling of €33,000,000, with it being understood that this purchase price shall be subject to any adjustments necessary to take account of capital transactions (in particular in the event of the capitalisation of reserves and the allocation of bonus shares, or a share split or consolidation) that may occur during the period of validity of this authorisation,

notes that the maximum number of shares that may be purchased pursuant to this resolution may not, at any time, exceed 10% of the total number of shares, with it being specified that (i) where shares are acquired for the purpose of enhancing the liquidity of the Company's shares, the number of shares taken into account for the calculation of this limit shall correspond to the number of shares purchased, less the number of shares resold during the term of the authorisation, and (ii) where they are acquired for the purpose of holding them and subsequently tendering them in payment or in exchange in connection with a merger, demerger or contribution, the number of shares acquired may not exceed 5% of the total number of shares,

grants full powers to the Board of Directors, with the right to sub-delegate in accordance with the conditions laid down by law, to place all stock market orders, sign all deeds of sale or transfer, enter into all agreements, all liquidity contracts, all option contracts, make all declarations, and carry out all necessary formalities.
This authorisation supersedes any previous authorisation with the same purpose.

Thirteenth resolution
Authorisation to be granted to the Board of Directors to reduce the share capital by cancelling shares within the framework of the authorisation to repurchase its own shares
The General Meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

authorises the Board of Directors, in accordance with article L. 22-10-62 of the Commercial Code, for a period of eighteen (18) months from the date of this meeting, to cancel, on one or more occasions, up to a maximum of 10% of the share capital per twenty-four (24)-month period, all or part of the shares acquired by the Company and to proceed, to the corresponding extent, with a reduction in the share capital, with it being specified that this limit applies to an amount of the share capital which shall, where applicable, be adjusted to take account of transactions affecting it after the date of this meeting,

resolves that any excess of the purchase price of the shares over their nominal value shall be credited to the share premium, merger or contribution reserves or to any available reserve, including the statutory reserve, provided that the latter does not fall below 10% of the Company's share capital following the capital reduction,

grants full powers to the Board of Directors, with the right to sub-delegate in accordance with the law, to carry out all acts, formalities or declarations necessary to finalise any capital reductions that may be carried out pursuant to this authorisation and to amend the Company's articles of association accordingly.

This authorisation supersedes any previous authorisation having the same purpose.

Fourteenth resolution
Delegation of powers to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any securities, whilst maintaining the pre-emptive subscription right

The General Meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance, in particular, with the provisions of articles L. 225-129 to L. 225-129-6, L. 228-91, L. 228-92 and L. 228-93 of the Commercial Code, and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors, with the power to delegate and sub-delegate in accordance with the law, its authority to decide, in such proportions and at such times as it deems fit, one or more capital increases through the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities, and/or securities (including, in particular, all debt securities) giving access to equity securities of the Company or of any company which directly or indirectly holds more than half of its capital or in which it directly or indirectly holds more than half of the capital, and such securities may be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the discretion of the board or the board of directors, and may be paid up in cash, including by set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities or permit their issue as intermediate securities,

resolves that shareholders shall have, in proportion to the amount of their shares, a pre-emptive right to subscribe for ordinary shares or securities which may, where applicable, be issued pursuant to this delegation,

grants the Board of Directors the power to grant shareholders the right to subscribe, on a reducible basis, for a greater number of shares or securities than they would be entitled to subscribe for on an irreducible basis, in proportion to the rights they hold and, in any event, within the limits of their application,

resolves to set at €4,366,257 (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of capital increases that may be carried out, immediately and/or in the future, pursuant to this resolution, with it being specified that:

- the maximum nominal amount of capital increases that may be carried out immediately or in the future pursuant to this authorisation shall be deducted from the overall ceiling provided for in the 24th resolution below,

- added to this ceiling shall be, where applicable, the nominal value of the shares to be issued to preserve, in accordance with the law and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to the capital,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being understood that:

- this amount shall be increased, where applicable, by any redemption premium above par,

- this amount shall be counted against the overall ceiling referred to in the 24th resolution below,

- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92(3) of the Commercial Code, the issue of which is decided or authorised by the Board of Directors under the conditions set out in article L. 228-40 of the Commercial Code, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that, if the subscriptions on an irreducible basis and, where applicable, on a reducible basis, have not absorbed the entirety of such an issue, the Board of Directors may, under the conditions provided for by law and in the order it determines, exercise either of the options provided for in article L. 225-134 of the Commercial Code, namely:

- limit the issue to the amount of subscriptions, provided that these amount to at least three-quarters of the issue initially decided upon,

- allocate, at its discretion, all or part of the unsubscribed securities to persons of its choice, and

- offer the public, on the French or international market, all or part of the unsubscribed securities issued,

resolves that issues of the Company's share warrants may be carried out by way of a subscription offer, but also by way of a free allotment to existing shareholders,

resolves that, in the event of a free allotment of share warrants, the Board of Directors shall have the power to decide that fractional allotment rights shall not be negotiable and that the corresponding securities shall be sold,

notes, where necessary, that this delegation automatically entails, for the benefit of the holders of any securities issued pursuant to this delegation, the shareholders' express waiver of their pre-emptive subscription rights to the shares to which such securities give entitlement,

resolves that the authorisation thus granted to the Board shall be valid for a period of twenty-six (26) months from the date of this meeting and shall terminate any previous authorisation having the same purpose,

resolves that the Board shall have full powers, with the right to sub-delegate in accordance with the law, to implement, in accordance with the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued, with or without a premium,

- determining the amounts to be issued, the date of entitlement (which may be retroactive) of the shares or securities giving access to the capital to be issued, the method of payment in full, and, where applicable, the terms and conditions for exercising rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,

- making any adjustments required pursuant to statutory or regulatory provisions and, where applicable, the relevant contractual terms, to protect the rights of holders of securities and other rights giving access to the Company's capital; and

- suspending, where applicable, the exercise of the rights attached to such securities for a maximum period of three months,

resolves that the Board of Directors may:

- on its own initiative and whenever it deems it appropriate, charge the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deduct, from the amount of such premiums, the sums necessary to bring the statutory reserve up to one-tenth of the new capital, after each transaction,

- take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext Paris and, more generally,

- take all measures, enter into all commitments and carry out all formalities necessary for the successful completion of the proposed issue, as well as to give effect to the resulting capital increase, and make the corresponding amendments to the articles of association;

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the General Meeting, make use of this delegation of authority from the time a third party files a draft public offer for the Company's securities until the end of the offer period.

Fifteenth resolution

Delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any securities, with the removal of shareholders' pre-emptive subscription rights by way of a public offer and with a mandatory priority period (excluding offers referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code)

The General Meeting, acting in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-135-1 of the Commercial Code, and, in particular, articles L. 225-136, L. 228-91, L. 228-92 and L. 228-93, and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors, with the power to delegate and sub-delegate in accordance with the law, its authority to decide, by way of a public offer, excluding the offers referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, the issue, on one or more occasions, in such proportions and at such times as it deems fit, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities and/or transferable securities (including, in particular, all debt securities) giving access to equity securities of the Company or of any company which directly or indirectly holds more than half of its capital or in which it directly or indirectly holds more than half of the capital, and such securities may be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the Board's discretion, and may be paid up in cash, including by set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities or permit their issue as intermediate securities,

resolves to waive shareholders' pre-emptive subscription rights in respect of ordinary shares or securities issued pursuant to this delegation,

resolves, in respect of share issues, to provide shareholders with a mandatory priority period of at least three (3) trading days on all share issues by way of a public offering to be implemented by the Board of Directors in accordance with articles L. 22-10-51 and R. 225-131 of the Commercial Code, with such priority not giving rise to the creation of negotiable rights, but being exercisable on both an irrevocable and a revocable basis; and

resolves, in respect of securities other than shares, to delegate to the Board of Directors the power to establish, for the benefit of shareholders, such a priority period on terms to be determined by it in accordance with the provisions of article L. 22-10-51 of the Commercial Code, with this priority not giving rise to the creation of negotiable rights, but being exercisable on both an irrevocable and a revocable basis,

notes, where necessary, that this authorisation automatically entails, for the benefit of the holders of any securities issued pursuant to this authorisation, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will entitle them,

resolves to set at 2,910,838 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of capital increases that may be carried out, immediately and/or in the future, pursuant to this resolution, with it being specified that:

- the maximum nominal amount of capital increases that may be carried out immediately or in the future pursuant to this authorisation shall be deducted from the overall ceiling provided for in the 24th resolution below,

- added to these limits shall be, where applicable, the nominal value of the shares to be issued to preserve, in accordance with the law and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to the capital,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,

- this amount shall be counted against the overall ceiling referred to in the twenty-fourth resolution below,

- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92(3) of the Commercial Code, the issue of which is decided or authorised by the Board of Directors under the conditions set out in article L. 228-40 of the Commercial Code, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that, if subscriptions have not taken up the entirety of such an issue, the Board of Directors may, under the conditions provided for by law and in the order it determines, exercise either of the options provided for in article L. 225-134 of the Commercial Code, namely:

- to limit the issue to the amount of subscriptions, provided that these amount to at least three-quarters of the issue initially decided upon,

- to freely allocate all or part of the unsubscribed securities issued to persons of its choice, and

- to offer to the public, on the French or international market, all or part of the unsubscribed securities issued,

decides that the issue price of the shares issued pursuant to this authorisation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average price of the last three trading sessions preceding the setting of the issue price, subject to a maximum discount of 20%, taking into account, where applicable, their dividend eligibility date; with it being specified that (i) in the event of the issue of securities giving access to the share capital, the issue price of the shares that may result from their exercise, conversion or exchange may, where applicable, be set, at the discretion of the Board or the Board of Directors, by reference to a calculation formula defined by the Board and applicable after the issue of such securities (for example, upon their exercise, conversion or exchange), in which case the aforementioned maximum discount may be assessed, if the Board deems it appropriate, on the date of application of said formula (and not on the date of setting the issue price), and (ii) the issue price of the securities giving access to the share capital, if any, issued pursuant to this resolution shall be such that the sum, if any, received immediately by the Company, plus the sum likely to be received by it upon the exercise or conversion of such securities, shall, for each share issued as a result of the issue of such securities, be at least equal to the aforementioned minimum amount,

resolves that the public offering(s) decided upon pursuant to this resolution may be combined, as part of a single issue or several issues carried out simultaneously, with one or more of the offerings referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, decided pursuant to the Sixteenth resolution submitted to this meeting (or any resolution having the same purpose that may succeed said resolution during the term of validity of this delegation),

resolves that the delegation thus conferred upon the Board of Directors shall be valid for a period of twenty-six (26) months from the date of this meeting and shall terminate any prior delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate in accordance with the law, to implement, in accordance with the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued, with or without a premium,

- determining the amounts to be issued, the date of entitlement (which may be retroactive) of the shares or securities giving access to the capital to be issued, the method of payment in full, and, where applicable, the terms and conditions for exercising rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,

- making any adjustments required pursuant to statutory or regulatory provisions and, where applicable, the relevant contractual terms, to protect the rights of holders of securities and other rights giving access to the Company's capital; and

- suspending, where applicable, the exercise of the rights attached to such securities for a maximum period of three months,

resolves that the Board of Directors may:

- on its own initiative and whenever it deems it appropriate, charge the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deduct, from the amount of such premiums, the sums necessary to bring the statutory reserve up to one-tenth of the new capital, after each transaction,

- take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext Paris and, more generally,

- take all measures, enter into all commitments and carry out all formalities necessary for the successful completion of the proposed issue, as well as to give effect to the resulting capital increase, and make the corresponding amendments to the articles of association;

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the General Meeting, make use of this delegation of authority from the time a third party files a proposed public offer for the Company's securities until the end of the offer period.

Sixteenth resolution

Delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any securities, with the removal of shareholders' pre-emptive subscription rights, to be issued in the context of an offer referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code

The general meeting, having decided in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having considered the Board of Directors' report and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129 et seq. of the Commercial Code, and, in particular, articles L. 225-129-2, L. 225-135, L. 225-135-1, L. 225-136, L. 228-91 and L. 228-93, and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors the power to decide on the issue, by means of an offer referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, on one or more occasions, in such proportions and at such times as it deems fit, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities and/or transferable securities (including, in particular, all debt securities) giving access to equity securities of the Company or of any company which directly or indirectly holds more than half of its capital or in which it directly or indirectly holds more than half of the capital, and such securities may be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the Board's discretion, and may be paid up in cash, including by set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities or permit their issue as intermediate securities,

resolves to waive shareholders' pre-emptive subscription rights in respect of ordinary shares or securities issued pursuant to this delegation,

notes, where necessary, that this authorisation automatically entails, for the benefit of the holders of the securities thus issued where applicable, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will give entitlement,

resolves that the maximum nominal amount of capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed 1,746,502 euros, nor, in any event, exceed the limits provided for by the regulations applicable on the date of issue (for information purposes, as at the date of this meeting, the issue of equity securities carried out by means of an offer referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code is limited to 30% of the Company's share capital per 12-month period, with such share capital being assessed on the date of the Board's decision to exercise this delegation) to which shall be added, where applicable, the additional amount of shares to be issued to preserve, in accordance with the law and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares,

further **resolves** that the nominal amount of any share capital increase that may be carried out in this manner shall be set off against the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,
- this amount shall be counted against the overall ceiling referred to in the twenty-fourth resolution below,
- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which would be decided or authorised by the Board under the conditions provided for in article L. 228-40 of the Commercial Code, or in other cases, under the conditions to be determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that, if subscriptions have not taken up the entirety of such an issue, the Board of Directors may, under the conditions provided for by law and in the order it determines, exercise one or other of the options provided for in article L. 225-134 of the Commercial Code, namely:

- limit the issue to the amount of subscriptions, provided that these amount to at least three-quarters of the issue initially decided upon,
- allocate, at its discretion, all or part of the unsubscribed shares issued to persons of its choice,

decide that the issue price of the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average price of the last three trading sessions preceding the setting of the issue price, subject to a maximum discount of 20%, taking into account, where applicable, their dividend entitlement date; with it being specified that (i) in the event of the issue of securities giving access to the share capital, the issue price of the shares that may result from their exercise, conversion or exchange may, where applicable, be set, at the discretion of the Board or the Board of Directors, by reference to a calculation formula defined by the Board and applicable after the issue of such securities (for example, upon their exercise, conversion or exchange), in which case the aforementioned maximum discount may be assessed, if the Board deems it appropriate, on the date of application of said formula (and not on the date of setting the issue price), and (ii) the issue price of the securities giving access to the share capital, if any, issued pursuant to this resolution shall be such that the sum, if any, received immediately by the Company, plus the sum likely to be received by it upon the exercise or conversion of such securities, shall, for each share issued as a result of the issue of such securities, be at least equal to the aforementioned minimum amount,

resolves that the offer(s) referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, decided pursuant to this resolution, may be combined, as part of a single issue or several issues carried out simultaneously, with one or more public offers, decided pursuant to Fifteenth resolution submitted to this meeting,

resolves that the delegation thus conferred on the Board of Directors shall be valid for a period of twenty-six (26) months from the date of this meeting and shall terminate any previous delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate under the conditions provided for by law, to implement, under the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued, with or without a premium,

- determining the amounts to be issued, the date of entitlement (which may be retroactive) of the shares or securities giving access to the capital to be issued, the method of payment in full, and, where applicable, the terms and conditions for exercising rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,

- making any adjustments required pursuant to statutory or regulatory provisions and, where applicable, the relevant contractual terms, to protect the rights of holders of securities and other rights giving access to the Company's capital; and

- suspending, where applicable, the exercise of the rights attached to such securities for a maximum period of three months,

resolves that the Board of Directors may:

- at its sole discretion and whenever it deems appropriate, to set-off the costs, duties and fees incurred in connection with capital increases carried out pursuant to the authorisation referred to in this resolution against the amount of the premiums relating to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve up to one-tenth of the new share capital, following each transaction,

- take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext Paris and, more generally,

- take all measures, enter into all commitments and carry out all formalities necessary for the successful completion of the proposed issue, as well as to give effect to the resulting capital increase, and make the corresponding amendments to the articles of association,

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the General Meeting, make use of this delegation of authority from the time a third party files a draft public offer for the Company's securities until the end of the offer period.

Seventeenth resolution

Delegation of authority to be granted to the Board of Directors to increase the share capital, up to a limit of 30% of the share capital, by issuing ordinary shares and/or any securities with the cancellation of shareholders' pre-emptive subscription rights in favour of specifically named persons – delegation to the Board of Directors of the power to designate such persons

The General Meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129 et seq. of the Commercial Code, and, in particular, articles L. 225-129-2, L. 225-135, L. 225-135-1, L. 225-136, L. 228-91 and L. 228-93, L. 22-10-52-1 and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors the power to decide on the issue, on one or more occasions, in such proportions and at such times as it deems fit, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities and/or transferable securities (including, in particular, all debt securities) giving access to equity securities of the Company or of any company which directly or indirectly holds more than half of its capital or in which it directly or indirectly holds more than half of the capital, such securities may be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the Board's discretion, and may be paid up in cash, including by the set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities or permit their issue as intermediate securities,

resolves to waive shareholders' pre-emptive subscription rights in respect of ordinary shares or securities to be issued under this delegation in favour of one or more persons specifically designated by the Board of Directors and **delegates** to the Board of Directors the power to designate them,

notes, where necessary, that this delegation automatically entails, for the benefit of the holders of the securities thus issued where applicable, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will give entitlement,

resolves that the maximum nominal amount of capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed the limits provided for by the applicable regulations on the date of issue (for information purposes, as at the date of this meeting, the issue of equity securities carried out pursuant to this delegation is limited to 30% of the Company's share capital per 12-month period, with such share capital being assessed on the date of the Board's decision to exercise this delegation) to which shall be added, where applicable, the additional amount of shares to be issued to preserve, in accordance with the law and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares,

further **resolves** that the nominal amount of any capital increase that may be carried out in this manner shall be set-off against the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,
- this amount shall be counted against the overall ceiling referred to in the twenty-fourth resolution below,
- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which would be decided or authorised by the Board under the conditions provided for in article L. 228-40 of the Commercial Code, or in other cases, under the conditions to be determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that, if subscriptions have not taken up the entirety of such an issue, the Board of Directors may, under the conditions provided for by law and in the order it determines, exercise one or other of the options provided for in article L. 225-134 of the Commercial Code, namely:

- limit the issue to the amount of subscriptions, provided that these amount to at least three-quarters of the issue initially decided upon,
- allocate, at its discretion, all or part of the unsubscribed shares issued to persons of its choice,

resolves that the issue price of the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be set in accordance with the provisions of article R. 22-10-32 of the Commercial Code (for information purposes, as at the date of this meeting, the issue price of the shares must be at least equal to the closing price on the last trading day preceding the Board of Directors' decision to exercise the authorisation granted by the General Meeting to increase the share capital in favour of one or more specifically named persons, subject to a maximum discount of 10%) and the issue price of the securities giving access to the capital, where applicable, issued pursuant to this resolution shall be such that the sum, where applicable, received immediately by the Company, plus that which may be received by it upon the exercise or conversion of said securities, shall be, for each share issued as a result of the issue of these securities, at least equal to the aforementioned minimum amount),

resolves that the authority thus delegated to the Board of Directors shall be valid for a period of 18 months from the date of this meeting and shall terminate any previous delegation of authority having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate in accordance with the law, to implement, in accordance with the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued, with or without a premium,

- determining the amounts to be issued, the date of entitlement (which may be retroactive) of the shares or securities giving access to the capital to be issued, the method of payment in full, and, where applicable, the terms and conditions for exercising rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,

- making any adjustments required pursuant to statutory or regulatory provisions and, where applicable, the relevant contractual terms, to protect the rights of holders of securities and other rights giving access to the Company's capital; and

- suspending, where applicable, the exercise of the rights attached to such securities for a maximum period of three months,

resolves that the Board of Directors may:

- on its own initiative and whenever it deems it appropriate, charge the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deduct, from the amount of such premiums, the sums necessary to bring the statutory reserve up to one-tenth of the new capital, after each transaction,

- take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext Paris and, more generally,

- take all measures, enter into all commitments and carry out all formalities necessary for the successful completion of the proposed issue, as well as to give effect to the resulting capital increase, and make the corresponding amendments to the articles of association,

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the General Meeting, make use of this delegation of authority from the time a third party files a draft public offer for the Company's securities until the end of the offer period.

Eighteenth resolution
Delegation of authority to the Board of Directors to increase the number of securities to be issued in the event of a capital increase with or without pre-emptive subscription rights

The General Meeting, acting in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having taken note of the report of the Board of Directors and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129, L. 225-129-2, L. 225-135 et seq., L. 228-91 and L. 228-92 of the Commercial Code,

delegates to the Board of Directors the power to increase the number of shares or securities to be issued in the event of excess subscription demand in connection with capital increases of the Company, with or without preferential subscription rights, decided pursuant to the Fourteenth resolution, Fifteenth resolution, Sixteenth resolution and Seventeenth resolution above, under the conditions set out in articles L. 225-135-1 and R. 225-118 of the Commercial Code (i.e., as of today, within thirty days of the close of the subscription, at the same price as that set for the initial issue and up to a limit of 15% of the initial issue), with such shares conferring the same rights as the existing shares, subject to their date of entitlement,

specifies that the nominal amount of any share capital increase decided pursuant to this delegation in the context of capital increases of the Company, with or without preferential subscription rights, decided pursuant to the above resolutions, shall be counted against the overall ceiling provided for in the 24th resolution below, to which shall be added, where applicable, the additional amount of any shares or securities that may be issued in the future, in order to preserve, in accordance with the law and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to the capital,

resolves that this delegation is granted to the Board of Directors for a period of twenty-six (26) months from the date of this meeting and terminates any previous delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate under the conditions provided for by law, to implement, under the conditions laid down by law and the articles of association, this authorisation for the purpose, in particular, of:

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued, with or without a premium,

- determining the amounts to be issued, the date of entitlement (which may be retroactive) of the shares or securities giving access to the capital to be issued, the method of payment in full, and, where applicable, the terms and conditions for exercising rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,

- making any adjustments required pursuant to statutory or regulatory provisions and, where applicable, the relevant contractual terms, in order to protect the rights of holders of securities and other rights giving access to the Company's capital, and

- suspending, where applicable, the exercise of the rights attached to such securities for a maximum period of three months,

resolves that the Board of Directors may:

- on its own initiative and whenever it deems it appropriate, charge the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deduct, from the amount of such premiums, the sums necessary to bring the statutory reserve up to one-tenth of the new capital, after each transaction,

- take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext and, more generally,

- take all measures, enter into all commitments and carry out all formalities necessary for the successful completion of the proposed issue, as well as to give effect to the resulting capital increase, and make the corresponding amendments to the articles of association;

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the General Meeting, make use of this delegation of authority from the time a third party files a draft public offer for the Company's securities until the end of the offer period.

Nineteenth resolution

Delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any other securities, waiving shareholders' pre-emptive subscription rights in favour of a category of persons meeting specific criteria, in connection with the implementation of an equity or debt financing agreement

The General Meeting, acting in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129 et seq. of the Commercial Code, and, in particular, articles L. 225-129-2, L. 225-129-4, L. 225-135, L. 225-138 and L. 228-91 et seq. of the Commercial Code, and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors, with the power to sub-delegate in accordance with the law, the authority to decide, in such proportions and at such times as it deems fit, one or more capital increases through the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities, and/or securities (including, in particular, all debt securities) giving access to equity securities of the Company, with such securities being issuable in euros, in foreign currency or in any monetary units established by reference to several currencies at the Board's discretion, and the payment for which may be made in cash, including by set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities (in particular share warrants attached to bonds or issued for the benefit of subscribers to such bonds) or permit their issue as intermediate securities,

resolves to waive the shareholders' pre-emptive subscription rights in respect of the Company's ordinary shares or other securities to be issued in favour of one or more beneficiaries falling within the following category:

- any credit institution, any investment services provider, as well as any investment fund or company agreeing to subscribe to or guarantee the completion of the capital increase or any issue of securities likely to result in a capital increase in the long term (including, in particular, through the exercise of share subscription warrants) which may be carried out pursuant to this delegation in connection with the establishment of an equity or debt financing agreement,

notes, where necessary, that this authorisation automatically entails, for the benefit of the holders of the securities thus issued, where applicable, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will give entitlement,

resolves that the total nominal amount of share capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed 873,251 euros, or its equivalent in foreign currency, to which shall be added, where applicable, the additional amount of shares to be issued in order to preserve, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares,

further **resolves** that the nominal amount of any capital increase that may thus be carried out shall be set-off against the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,
- this amount will be counted against the overall ceiling referred to in the twenty-fourth resolution below,
- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which would be decided or authorised by the Board under the conditions provided for in article L. 228-40 of the Commercial Code, or in other cases, under the conditions to be determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that the issue price of the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average price of the last three trading sessions preceding the setting of the issue price, subject to a maximum discount of 20%, taking into account, where applicable, their dividend entitlement date; with it being specified that (i) in the event of the issue of securities giving access to the capital, the issue price of the shares that may result from their exercise, conversion or exchange may, where applicable, be set, at the discretion of the board or the board of directors, by reference to a calculation formula defined by the Board and applicable after the issue of such securities (for example, upon their exercise, conversion or exchange), in which case the aforementioned maximum discount may be assessed, if the Board deems it appropriate, on the date of application of the said formula (and not on the date of setting the issue price), and (ii) the issue price of the securities giving access to the share capital, if any, issued pursuant to this resolution shall be such that the sum, if any, received immediately by the Company, plus the sum likely to be received by it upon the exercise or conversion of such securities, shall, for each share issued as a result of the issue of such securities, be at least equal to the aforementioned minimum amount,

specifies that the delegation thus conferred on the Board of Directors shall be valid for a period of eighteen (18) months from the date of this meeting and shall terminate any previous delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate in accordance with the law, to implement, under the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the amount of the capital increase, the issue price (with it being specified that this shall be determined in accordance with the pricing conditions set out above) and the amount of the premium which may, where applicable, be charged on issue;

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued;

- setting the date on which the shares or securities giving access to the capital to be issued will carry dividend rights (which may be retroactive), and the method of their payment;

- determining the list of beneficiaries within the aforementioned category of persons and the number of securities to be allocated to each of them;

- at its sole discretion and whenever it deems it appropriate, charging the costs, duties and fees incurred in connection with capital increases carried out pursuant to the authorisation referred to in this resolution against the amount of the premiums relating to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the statutory reserve up to one-tenth of the new share capital after each transaction,

- recording the completion of each capital increase and making the corresponding amendments to the articles of association;

- in general, entering into any agreement, in particular to ensure the successful completion of the proposed issues, taking all measures and carrying out all formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this authorisation, as well as for the exercise of the rights attached thereto;

- taking any decision with a view to the admission of the securities and transferable securities thus issued to any market on which the Company's shares are admitted to trading;

notes that, in the event that the Board of Directors should make use of the delegation of authority conferred upon it by this resolution, the Board of Directors shall report to the next Ordinary General Meeting, in accordance with the law and regulations, on the use made of the authorisations conferred by this resolution.

<u>Twentieth resolution</u>
Delegation of authority to be granted to the Board to increase the share capital by issuing ordinary shares or any securities giving access to the share capital, <u>with the exclusion of shareholders' pre-emptive subscription rights</u> <u>in favour of a category of persons meeting specific criteria</u> (investors with experience in the technology sector)

The General Meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the report of the Board of Directors and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129 et seq. of the Commercial Code, and, in particular, articles L. 225-129-2, L. 225-129-4, L. 225-135, L. 225-138 and L. 228-91 et seq. of the Commercial Code, and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors, with the power to delegate and sub-delegate in accordance with the law, the authority to decide, in such proportions and at such times as it deems fit, one or more capital increases through the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities, and/or securities (including, in particular, all debt securities) giving access to the Company's equity securities, with such securities being issuable in euros, in foreign currency or in any monetary units established by reference to several currencies at the Board's discretion, and the payment for which may be made in cash, including by set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities (in particular share warrants attached to bonds or issued for the benefit of subscribers to such bonds) or permit their issue as intermediate securities,

resolves to waive the pre-emptive subscription rights of shareholders in respect of the Company's ordinary shares or other securities to be issued in favour of one or more beneficiaries falling within the following category:

- any individuals or legal entities (including all companies), trusts and investment funds, or other investment vehicles, whatever their form (including, without limitation, any investment fund or venture capital company, in particular any FPCI, FCPI or FIP), governed by French or foreign law, whether or not they are shareholders of the Company, who habitually invest, or who have invested at least two million euros during the 36 months preceding the issue in question, in the technology sector,

notes, where necessary, that this authorisation automatically entails, for the benefit of the holders of the securities thus issued where applicable, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will give entitlement,

resolves that the total nominal amount of capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed 873,251 euros, or its equivalent in foreign currency, to which shall be added, where applicable, the additional amount of shares to be issued in order to preserve, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares,

further **resolves** that the nominal amount of any capital increase that may be carried out in this manner shall be set off against the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,

- this amount will be counted against the overall ceiling referred to in twenty-fourth resolution below,

- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which would be decided or authorised by the Board under the conditions provided for in article L. 228-40 of the Commercial Code, or in other cases, under the conditions to be determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that the issue price of the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average price of the last three trading sessions preceding the setting of the issue price, subject to a maximum discount of 20%, taking into account, where applicable, their dividend entitlement date; with it being specified that (i) in the event of the issue of securities giving access to the capital, the issue price of the shares that may result from their exercise, conversion or exchange may, where applicable, be set, at the discretion of the Board or the Board of Directors, by reference to a calculation formula defined by the Board and applicable after the issue of such securities (for example, upon their exercise, conversion or exchange), in which case the aforementioned maximum discount may be assessed, if the Board deems it appropriate, on the date of application of said formula (and not on the date of setting the issue price), and (ii) the issue price of the securities giving access to the share capital, if any, issued pursuant to this resolution shall be such that the sum, if any, received immediately by the Company, plus the sum likely to be received by it upon the exercise or conversion of such securities, shall, for each share issued as a result of the issue of such securities, be at least equal to the aforementioned minimum amount,

specifies that the delegation thus conferred on the Board of Directors shall be valid for a period of eighteen (18) months from the date of this meeting and shall terminate any previous delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate in accordance with the law, to implement, in accordance with the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the amount of the capital increase, the issue price (it being specified that this shall be determined in accordance with the pricing conditions set out above) and the amount of the premium which may, where applicable, be charged on issue;

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued;

- setting the date on which the shares or securities giving access to the capital to be issued will carry dividend rights (which may be retroactive), and the method of their payment;

- determining the list of beneficiaries within the aforementioned category of persons and the number of securities to be allocated to each of them;

- on its own initiative and when it deems it appropriate, charging the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and to deduct, from the amount of such premiums, the sums necessary to bring the legal reserve up to one-tenth of the new capital, after each transaction,

- recording the completion of each capital increase and making the corresponding amendments to the articles of association;

- in general, entering into any agreement, in particular to ensure the successful completion of the proposed issues, taking all measures and carrying out all formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this authorisation, as well as for the exercise of the rights attached thereto;

- taking any decision with a view to the admission of the securities and transferable securities thus issued to any market on which the Company's shares are admitted to trading,

notes that, in the event that the Board of Directors should make use of the delegation of authority conferred upon it by this resolution, the Board of Directors shall report to the next Ordinary General Meeting, in accordance with the law and regulations, on the use made of the authorisations conferred by this resolution.

Twenty-first resolution

Delegation of authority to be granted to the Board to increase the share capital by issuing ordinary shares or any securities giving access to the share capital, with the removal of shareholders' pre-emptive subscription rights in favour of a category of persons meeting specific criteria (strategic, commercial or financial partners)

The General Meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the report of the Board of Directors and the report of the statutory auditors,

in accordance with the provisions of articles L. 225-129 et seq. of the Commercial Code, and, in particular, articles L. 225-129-2, L. 225-129-4, L. 225-135, L. 225-138 and L. 228-91 et seq. of the Commercial Code, and article L. 22-10-49 of the Commercial Code,

delegates to the Board of Directors, with the power to delegate and sub-delegate in accordance with the law, the authority to decide, in such proportions and at such times as it deems fit, one or more capital increases through the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or entitling the holder to the allocation of debt securities, and/or securities (including, in particular, all debt securities) giving access to the Company's equity securities, with such securities being issuable in euros, in foreign currency or in any monetary units established by reference to several currencies at the Board's discretion, and the payment for which may be made in cash, including by set-off of claims,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities (in particular share warrants attached to bonds or issued for the benefit of subscribers to such bonds) or permit their issue as intermediate securities,

resolves to waive the shareholders' pre-emptive subscription rights in respect of the Company's ordinary shares or other securities to be issued for the benefit of one or more beneficiaries falling within the following category of persons:

- strategic, commercial or financial partners of the Company, located in France or abroad, who have entered into or are due to enter into one or more partnership agreements (development, co-development, distribution, manufacturing, etc.), commercial or financing agreements with the Company (or a subsidiary), either directly or via one or more entities which such partners control, which control such partners, or which are controlled by the same person or persons as such partners, directly or indirectly, within the meaning of article L. 233-3 of the Commercial Code,

notes, where necessary, that this authorisation automatically entails, for the benefit of the holders of any securities thus issued, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will give entitlement,
resolves that the total nominal amount of share capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed 873,251 euros, or its equivalent in foreign currency, to which shall be added, where applicable, the additional amount of shares to be issued in order to preserve, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares,

further **resolves** that the nominal amount of any capital increase that may be carried out in this manner shall be set off against the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,

- this amount will be counted against the overall ceiling referred to in the below,

- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which would be decided or authorised by the Board under the conditions provided for in article L. 228-40 of the Commercial Code, or in other cases, under the conditions to be determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that the issue price of the shares issued pursuant to this authorisation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average price over the last three trading days preceding the setting of the issue price, subject to a maximum discount of 20%, taking into account, where applicable, their dividend entitlement date; with it being specified that (i) in the event of the issue of securities giving access to the share capital, the issue price of the shares that may result from their exercise, conversion or exchange may, where applicable, be set, at the discretion of the Board or the Board of Directors, by reference to a calculation formula defined by the Board and applicable after the issue of such securities (for example, upon their exercise, conversion or exchange), in which case the aforementioned maximum discount may be assessed, if the Board deems it appropriate, on the date of application of said formula (and not on the date of setting the issue price), and (ii) the issue price of the securities giving access to the share capital, if any, issued pursuant to this resolution shall be such that the sum, if any, received immediately by the Company, plus the sum likely to be received by it upon the exercise or conversion of such securities, shall, for each share issued as a result of the issue of such securities, is be least equal to the aforementioned minimum amount,

specifies that the delegation thus conferred on the Board of Directors shall be valid for a period of eighteen (18) months from the date of this meeting and shall terminate any previous delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate in accordance with the law, to implement, under the conditions laid down by law and the articles of association, this delegation for the purpose, in particular, of:

- determining the amount of the capital increase, the issue price (with it being specified that this shall be determined in accordance with the pricing conditions set out above) and the amount of the premium which may, where applicable, be charged on issue;

- determining the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or securities giving access to the capital to be issued;

- setting the date on which the shares or securities giving access to the capital to be issued will carry dividend rights (which may be retroactive), and the method of their payment;

- determining the list of beneficiaries within the aforementioned category of persons and the number of securities to be allocated to each of them;

- on its own initiative and when it deems it appropriate, charging the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deducting, from the amount of such premiums, the sums necessary to bring the legal reserve up to one-tenth of the new capital, after each transaction,

- recording the completion of each capital increase and making the corresponding amendments to the articles of association;

- in general, entering into any agreement, notably to ensure the successful completion of the proposed issues, taking all measures and carrying out all formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this authorisation, as well as for the exercise of the rights attached thereto;

- taking any decision with a view to the admission of the securities and transferable securities thus issued to any market on which the Company's shares are admitted to trading,

notes that, in the event that the Board of Directors should make use of the delegation of authority conferred upon it by this resolution, the Board of Directors shall report to the next ordinary general meeting, in accordance with the law and regulations, on the use made of the authorisations conferred by this resolution.

Twenty-second resolution
Delegation of authority to be granted to the Board of Directors to issue ordinary shares and securities giving access to the Company's share capital, in the event of a public offer involving an exchange component initiated by the Company

The General Meeting, acting in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance, in particular, with the provisions of articles L. 22-10-49, L. 22-10-54, L. 225-129 to L. 225-129-6, L. 228-91 and L. 228-92 of the Commercial Code,

delegates to the Board of Directors the power to decide, on one or more occasions, to issue ordinary shares of the Company and/or securities giving access, by any means, immediately and/or in the future, to ordinary shares of the Company in consideration for securities contributed to a public offer involving an exchange component initiated by the Company in France or abroad, in accordance with local rules, in respect of securities of another company admitted to trading on one of the markets referred to in the aforementioned Article L. 22-10-54, such shares conferring the same rights as the existing shares, subject to their dividend entitlement date,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities or permit their issue as intermediate securities,

resolves, where necessary, to waive, in favour of the holders of such securities, the shareholders' pre-emptive subscription rights to such ordinary shares and securities to be issued,

notes, where necessary, that this delegation automatically entails, for the benefit of the holders of the securities thus issued where applicable, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will give entitlement,

resolves that the total nominal amount of share capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed 873,251 euros, to which shall be added, where applicable, the amount of the additional shares to be issued in order to preserve, in accordance with the relevant legal or regulatory provisions and, where applicable, the applicable contractual provisions, the rights of holders of securities and other rights giving access to the capital,

further **resolves** that the nominal amount of any capital increase that may thus be carried out shall be deducted from the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,

- this amount will be counted against the overall ceiling referred to in the twenty-fourth resolution below,

- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which would be decided or authorised by the Board under the conditions provided for in article L. 228-40 of the Commercial Code, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that the delegation thus conferred on the Board of Directors shall be valid for a period of twenty-six (26) months from the date of this meeting and shall terminate any previous delegation having the same purpose,

resolves that the Board of Directors shall have full powers, with the right to sub-delegate in accordance with the law, to implement this delegation and, in particular, to:

- determine the list of securities contributed to the exchange, as well as the form and characteristics of the shares or securities giving access to the capital to be issued, with or without a premium,
- set the terms of the issue, the exchange ratio and, where applicable, the amount of the cash adjustment to be paid,

- determine the terms of the issue in the context, in particular, of a public exchange offer, an alternative purchase or exchange offer, as the principal offer, accompanied by a public exchange or purchase offer as a subsidiary offer,

- determine the number of securities tendered for exchange,

- set the date on which the shares or securities giving access to the capital to be issued will carry dividend rights, whether or not retroactive, their method of payment, and, where applicable, the terms and conditions for exercising rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,

- record, under the balance sheet liability account "share premium", to which the rights of all shareholders shall be allocated, the difference between the issue price of the new ordinary shares and their nominal value,

- make any adjustments required under applicable laws or regulations and, where applicable, under the relevant contractual provisions, to protect the rights of holders of securities and other rights giving access to the Company's capital; and

- suspend, where applicable, the exercise of the rights attached to such securities for a maximum period of three months,

resolves that the Board of Directors may:

- on its own initiative and whenever it deems it appropriate, charge the costs, duties and fees incurred by the capital increases carried out pursuant to the delegation referred to in this resolution against the amount of the premiums relating to such transactions and to deduct, from the amount of such premiums, the sums necessary to bring the statutory reserve up to one-tenth of the new capital, after each transaction,

- take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext Paris and, more generally,

- take all measures, enter into all commitments and carry out all formalities necessary for the successful completion of the proposed issue, as well as to give effect to the resulting capital increase, and make the corresponding amendments to the articles of association;

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the general meeting, make use of this delegation of authority from the time a third party files a draft public offer for the Company's securities until the end of the offer period.

<u>Twenty-third resolution</u>

Delegation of powers to be granted to the Board of Directors to increase the share capital, within the limit of 20% of the capital, to remunerate contributions in kind of equity securities or transferable securities giving access to the capital of third-party companies outside the context of a public exchange offer

The general meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance with the provisions of article L. 225-147 and article L. 22-10-53 of the Commercial Code,

delegates to the Board of Directors its powers to decide, based on the report of one or more contribution auditors, on the issue, on one or more occasions, in such proportions and at such times as it deems fit, of ordinary shares of the Company or securities giving access by any means, immediately and/or in the future, to ordinary shares of the Company, in consideration for contributions in kind made to the Company and consisting of equity securities or securities giving access to the capital, where the provisions of article L. 22-10-54 of the Commercial Code are not applicable, with such shares conferring the same rights as existing shares subject to their dividend entitlement date,

resolves that the securities thus issued may consist of debt securities, be linked to the issue of such securities or permit their issue as intermediate securities,

resolves, where necessary, to waive, in favour of the contributors of such securities, the shareholders' pre-emptive subscription rights to such ordinary shares and securities to be issued,

notes, where necessary, that this delegation automatically entails, for the benefit of the holders of the securities thus issued where applicable, an express waiver by the shareholders of their pre-emptive subscription rights to the shares to which such securities will entitle them,

resolves that the total nominal amount of share capital increases that may be carried out immediately and/or in the future, pursuant to this authorisation, shall not exceed the limit set by the legal and regulatory provisions applicable on the date of issue (i.e., as at today, 20% of the share capital), to which shall be added, where applicable, the amount of the additional shares to be issued to preserve, in accordance with the applicable legal or regulatory provisions and, where applicable, the relevant contractual terms, the rights of holders of securities and other rights giving access to the share capital,

further **resolves** that the nominal amount of any capital increase that may thus be carried out shall be counted against the overall ceiling provided for in the 24th resolution below,

resolves to set at 100,000,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation, with it being specified that:

- this amount shall be increased, where applicable, by any redemption premium above par,
- this amount shall be counted against the overall ceiling referred to in twenty-fourth resolution below,
- this ceiling does not apply to debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92, paragraph 3, of the Commercial Code, the issue of which may be decided or authorised by the Board of Directors under the conditions set out in article L. 228-40 of the Commercial Code, or in other cases, under conditions to be determined by the Company in accordance with the provisions of article L. 228-36-A of the Commercial Code,

resolves that the delegation thus conferred on the Board of Directors shall be valid for a period of twenty-six (26) months from the date of this meeting and shall terminate any previous delegation having the same purpose,

resolves, notwithstanding the foregoing, that the Board of Directors may not, unless authorised in advance by the General Meeting, make use of this delegation of authority from the time a third party files a draft public offer for the Company's securities until the end of the offer period,

notes that the Board of Directors has full powers, with the right to sub-delegate in accordance with the law, to approve the valuation of the contributions, to decide on and record the completion of the capital increase remunerating the contribution transaction, and to charge to the contribution premium, where applicable, all costs and duties incurred by the capital increase, to deduct from the contribution premium, if it deems it appropriate, the sums necessary to allocate to the statutory reserve, to make the corresponding amendments to the articles of association, to take any decision with a view to the admission of the securities and transferable securities thus issued to trading on the regulated market of Euronext Paris and, more generally, to do whatever is necessary.

Twenty-fourth resolution

Overall limit on the amount of issues made pursuant to Fourteenth resolution, the Fifteenth resolution, the Sixteenth resolution, the Eighteenth resolution, the Nineteenth resolution, the Twentieth resolution, the Twenty-first resolution, the Twenty-second resolution, the Twenty-third resolution above and the Twenty-third resolution below

The General Meeting, acting in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

resolves that:

- the maximum total nominal amount of capital increases that may be carried out pursuant to the authorisations granted under the terms of the Fourteenth resolution, the Fifteenth resolution, the Sixteenth resolution, the Eighteenth resolution, the Nineteenth resolution, the Twentieth resolution, the Twenty-first resolution, the Twenty-second resolution and the Twenty-third resolution above and the Thirty-first resolution below is set at 4,366,257 euros, with it being specified that added to this will ceiling will be the additional amount of shares to be issued to preserve, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares,

- the maximum total nominal amount of debt securities that may be issued pursuant to the delegations granted under the terms of the aforementioned resolutions is set at 100,000,000 euros (or the equivalent value on the date of issue of this amount in foreign currency or in a unit of account established by reference to several currencies).

Twenty-fifth resolution

Delegation of powers to be granted to the Board of Directors to increase the share capital by capitalising share premiums, reserves, profits or other items

The General Meeting, acting in accordance with the quorum and majority requirements set out in article L. 225-130 of the Commercial Code,

having taken note of the Board of Directors' report,

in accordance, in particular, with the provisions of articles L. 225-129, L. 225-129-2, L. 225-130 and L. 22-10-50 of the Commercial Code,

delegates to the Board of Directors, with the power to sub-delegate in accordance with the conditions laid down by law, its authority to decide on one or more capital increases by capitalising premiums, reserves, profits or other items which may be capitalised in accordance with the law and the articles of association, and in the form of the allocation of new bonus shares, an increase in the nominal value of existing shares or a combination of these two methods, with such shares conferring the same rights as the existing shares subject to their date of entitlement,

resolves that the total nominal amount of share capital increases that may be carried out in this manner immediately and/or in the future shall not exceed 500,000 euros, to which shall be added, where applicable, the additional amount of shares to be issued to preserve, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, the rights of holders of securities and other rights giving access to shares, it being specified that this ceiling is set independently and separately from the ceiling referred to in the twenty-fourth resolution above,

resolves, in accordance with the provisions of article L. 225-130 of the Commercial Code, that should the Board of Directors exercise this delegation, fractional rights shall not be tradable and the corresponding securities shall be sold, with the proceeds from the sale being allocated to the holders of the rights within the timeframe provided for by the regulations,

resolves that the authority thus conferred on the Board of Directors shall be valid for a period of twenty-six (26) months from the date of this meeting and terminates any previous delegation of authority having the same purpose.

Twenty-sixth resolution
Authorisation to be granted to the Board of Directors to grant options to subscribe for or purchase shares in the Company

The General Meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

authorises the Board of Directors, pursuant to articles L. 225-177 to L. 225-185 of the Commercial Code, to grant, during the periods authorised by law, on one or more occasions, for the benefit of the salaried staff and/or corporate officers (or certain of them) of the Company and of the companies and economic interest groups linked to the Company under the conditions defined in article L. 225-180-I of said Code, options entitling the holder to subscribe to or purchase ordinary shares, with it being specified that:

- the number of options granted under this authorisation may not entitle the holder to purchase or subscribe to more than 500,000 shares with a nominal value of 0.10 euro each, and

- this number shall be counted against the overall limit provided for in the 29th resolution below,

specifies that the Board of Directors must, for as long as the Company's shares are admitted to trading on the regulated market of Euronext Paris, in order to be able to grant share subscription or purchase options to the Company's executives referred to in the fourth paragraph of article L. 225-185 of the Commercial Code, comply with the provisions of article L. 22-10-58 of the Commercial Code,

resolves that this authorisation entails, for the benefit of the beneficiaries of the subscription options, the shareholders' express waiver of their pre-emptive subscription rights to the shares that may be issued as and when subscription options are exercised, and shall be implemented in accordance with the conditions and procedures laid down by the law and regulations in force on the date of granting of the purchase or subscription options, as the case may be,

resolves that the purchase or subscription price per share shall be set by the Board of Directors on the date the option is granted, within the limits provided for by law and this resolution, and shall not be less than the average of the prices quoted during the twenty trading sessions preceding the date of the Board's decision to grant the options, rounded up to the nearest hundredth of a euro, nor, in the case of call options, the average purchase price of the shares held by the Company, rounded up to the nearest hundredth of a euro,

resolves that the price set for the subscription or purchase of the shares to which the options entitle the holder may not be altered during the term of the options, provided, however, that if the Company were to carry out any of the transactions referred to in article L. 225-181 of the Commercial Code, it must take the necessary measures to protect the interests of the option holders in accordance with the conditions set out in article L. 228-99 of the Commercial Code,

resolves that, in the event it becomes necessary to carry out the adjustment provided for in article L. 228-99(3) of the Commercial Code, the adjustment shall be made by applying the method provided for in article R. 228-91 of the Commercial Code, with it being specified that the value of the preferential subscription right and the value of the share prior to the detachment of the subscription right would, if necessary, be determined by the Board on the basis of the subscription, exchange or sale price per share adopted during the last transaction involving the share capital of (capital increase, contribution of securities, sale of shares, etc.) during the six (6) months preceding said Board meeting, or, in the absence of such a transaction during that period, based on any other financial parameter deemed relevant by the Board (and which shall be validated by the Company's statutory auditors),

resolves that in the event of the issue of new equity securities or new transferable securities giving access to the capital, as well as in the event of a merger or demerger of the Company, the Board may, where appropriate, suspend the exercise of the options,

sets the term of validity of the options at ten (10) years from the date of their granting, with it being understood, however, that this period may be reduced by the Board for beneficiaries resident in a given country to the extent necessary to comply with the law of that country,

grants full powers to the Board of Directors within the limits set out above to:

- determine the identity of the beneficiaries of the share purchase or subscription options and the number of options to be granted to each of them;

- set the purchase and/or subscription price of the shares to which the options entitle the holder, within the limits of the aforementioned legislation, with it being understood that the subscription price per share must be higher than the share's nominal value;

- ensure that the number of share subscription options granted by the Board is set in such a way that the total number of share subscription options allocated and not yet exercised cannot entitle the holder to subscribe to a number of shares exceeding one-third of the share capital;

- determine the terms and conditions of the share subscription or purchase option scheme and set the conditions under which the options will be granted, including, in particular, the exercise schedule for the options granted, which may vary depending on the holders, as well as the performance conditions for any options granted to the Company's senior executives; with it being specified that these conditions may include clauses prohibiting the immediate resale of all or part of the shares issued upon exercise of the options, within the limits set by law;

- acquire shares in the Company where necessary for the disposal of any shares to which the share options entitle the holders;

- carry out, either personally or through an agent, all acts and formalities necessary to finalise any capital increases that may be carried out pursuant to the authorisation covered by this delegation;

- charge, if it deems necessary, the costs of the capital increases against the amount of the premiums relating to such increases and deduct from that amount the sums necessary to bring the statutory reserve up to one-tenth of the new capital following each increase;

- amend the articles of association accordingly and, generally, do whatever is necessary.

resolves that the Board of Directors shall inform the annual general meeting each year of the transactions carried out pursuant to this resolution,

resolves that this authorisation, granted for a period of thirty-eight (38) months from today, shall terminate any previous authorisation having the same purpose.

Twenty-seventh resolution

Authorisation to proceed with the allocation of existing or to-be-issued shares free of charge

The general meeting, acting in accordance with the quorum and majority requirements applicable to extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors, in accordance with the provisions of articles L. 225-197-1 et seq. of the Commercial Code,

authorises the Board of Directors to proceed, on one or more occasions, with the free allotment of existing or future shares of the Company to the Company's employees, or certain categories thereof, and/or its corporate officers who meet the conditions set out in article L. 225-197-1, II of the Commercial Code, as well as for the benefit of the employees of companies or economic interest groups in which the Company holds, directly or indirectly, at least 10% of the capital or voting rights on the date of allocation of the shares concerned,

specifies that, for as long as the Company's shares are admitted to trading on the regulated market of Euronext Paris, the Board of Directors must, in order to be able to proceed with the allocation of bonus shares to corporate officers who meet the conditions set out in article L. 225-197-1, II of the Commercial Code, must comply with the provisions of article L. 225-197-6 of the Commercial Code,

resolves to set at 500,000 shares with a nominal value of 0.10 euro each the total number of shares that may be allocated free of charge by the Board of Directors pursuant to this authorisation, with it being specified that the total number of shares allocated free of charge (excluding shares that need not be taken into account in accordance with the applicable legal provisions) may in no event exceed the percentage of the share capital on the date of the allocation in question, as set out in article L. 225-197-1 of the Commercial Code, and that this number shall be counted against the overall limit provided for in the Twenty-ninth resolution below,

resolves that the allocation of the shares to their beneficiaries shall be definitive, subject to the fulfilment of any conditions or criteria that may be set by the Board of Directors, at the end of a period of at least one (1) year (the "Vesting Period") and that the beneficiaries of these shares shall, where applicable, hold them for a period set by the Board (the "Holding Period") which, when combined with the Vesting Period, may not be less than two (2) years,

resolves, notwithstanding the foregoing, that the shares shall be definitively allocated prior to the end of the Vesting Period in the event of the beneficiary's disability corresponding to classification in the second or third categories provided for in article L. 341-4 of the Social Security Code,

resolves that the shares granted shall be freely transferable in the event of a request for grant made by the heirs of a deceased beneficiary or in the event of the beneficiary's disability corresponding to their classification in the aforementioned categories of the Social Security Code,

resolves that the durations of the Vesting Period and the Holding Period shall be determined by the Board of Directors within the aforementioned limits,
notes that, in accordance with the provisions of article L. 225-197-1 of the Commercial Code, where the allocation relates to shares to be issued, this authorisation automatically entails, for the benefit of the beneficiaries of the shares allocated free of charge, the shareholders' waiver of their preferential subscription rights to the new shares issued, with the corresponding capital increase being definitively effected solely by virtue of the definitive allocation of the shares to the beneficiaries,

notes that this resolution entails, where necessary, the shareholders' waiver, in favour of the recipients of bonus shares, of that portion of the reserves, profits or premiums which, where applicable, will be used in the event of the issue of new shares at the end of the Vesting Period, for the implementation of which all powers are delegated to the Board of Directors,

delegates to the Board of Directors all powers to:

- confirm the existence of sufficient reserves and, upon each allocation, transfer to a restricted reserve account the sums necessary for the payment-up of the new shares to be allocated,
- determine the identity of the beneficiaries of the allocations and the number of shares eligible to be allocated free of charge to each of them,
- set the conditions and, where applicable, the criteria for the allocation of these shares,
- determine the performance conditions attached to any free shares allocated to the Company's executive directors,

where applicable:

- decide, when the time comes, on the capital increase(s) associated with the issue of any new shares allocated free of charge,
- acquire shares where necessary for the delivery of any existing shares allocated free of charge,
- take all necessary measures to ensure compliance with the holding requirement imposed on beneficiaries,
- and, generally, do everything within the framework of the legislation in force that the implementation of this authorisation may require,

specifies that this authorisation supersedes any previous authorisation granted for the same purpose,

sets the term of validity of this delegation at thirty-eight (38) months from today.

Twenty-eighth resolution
Delegation of authority to be granted to the Board of Directors for the purpose of issuing and allocating share subscription warrants to categories of persons meeting specific criteria

The general meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the report of the statutory auditors,

delegates to the Board of Directors the power to issue a maximum of 500,000 subscription warrants to subscribe to ordinary shares (the "Subscription Warrants"), each entitling the holder to subscribe to one ordinary share of the Company with a nominal value of 0.10 euro, with it being understood that this number shall be counted against the overall limit provided for in the 29th resolution below,

resolves to waive, in respect of these subscription warrants, the shareholders' pre-emptive subscription rights, as said Subscription Warrant may only be allocated to the following category of beneficiaries: (i) members and non-voting members of the Company's Board of Directors in office on the date of allocation of the warrants who are not employees or directors of the Company or any of its subsidiaries, or (ii) persons bound by a service or consultancy contract to the Company or any of its subsidiaries, or (iii) persons made available to the Company under an umbrella employment arrangement or for the provision of services by umbrella companies or equivalent entities, or (iv) members of any committee established by the Board of Directors or which the Board of Directors may establish who are not employees or directors of the Company or any of its subsidiaries or (v) any company controlled exclusively by one of the persons referred to in points (i) to (iv) above (the "Beneficiaries"),

resolves, in accordance with the provisions of article L. 225-138-I of the French Commercial Code, to delegate to the Board of Directors the task of determining the list of Beneficiaries and the number of Subscription Warrants allocated to each Beneficiary so designated,

therefore **authorises** the Board of Directors, within the limits of the foregoing, to issue and allocate the Subscription Warrant, on one or more occasions for each Beneficiary,

resolves to delegate to the Board of Directors the task of determining, for each Beneficiary, the terms and conditions for exercising the Subscription Warrants and, in particular, the issue price of the Subscription Warrants, the subscription price (including the issue premium) of the share to which each Subscription Warrant entitles the holder (the "Exercise Price") as determined by the Board of Directors under the conditions specified below, and the schedule for exercising the Subscription Warrants, with it being specified that these must be exercised no later than ten (10) years from their issue and that any Subscription Warrants not exercised by the expiry of this ten (10)-year period shall lapse automatically,

resolves that the issue price of a Subscription Warrant shall be determined by the Board of Directors, with the assistance of an independent expert if necessary, on the date of issue of the said Subscription Warrant based on its characteristics,

resolves that, for as long as the Company's shares are admitted to trading on a regulated market or a stock exchange or on the Euronext Growth market of Euronext in Paris, the exercise price, which shall be determined by the Board of Directors at the time of the allocation of the Subscription Warrants, shall be at least equal to the volume-weighted average of the prices quoted during the twenty (20) trading sessions preceding the date of the Board of Directors' decision to allocate the warrants,

resolves that the ordinary shares thus subscribed to must be fully paid up at the time of subscription, either by cash payment or by set-off against liquid and due claims,

resolves that the new shares delivered to the Beneficiary upon exercise of their Subscription Warrants shall be subject to all provisions of the articles of association and shall carry dividend rights from the first day of the financial year in which they are issued,

resolves that the warrants shall be transferable. They shall be issued in registered form and shall be recorded in an account,

resolves to issue 500,000 ordinary shares with a maximum nominal value of 0.10 euro each, to which the exercise of the Subscription Warrants issued will entitle the holder, representing a capital increase of a maximum nominal amount of 50,000 euros,

specifies that, pursuant to the provisions of articles L. 228-91 and L. 225-132 of the Commercial Code, this resolution entails, for the benefit of the holders of warrants, the shareholders' waiver of their preferential subscription rights to the ordinary shares to which the warrants entitle them,

recalls that pursuant to article L. 228-98 of the French Commercial Code:

- in the event of a capital reduction due to losses, effected by reducing the number of shares, the rights of the holders of the Subscription Warrants as regards the number of shares to be received upon exercise of the Subscription Warrant shall be reduced accordingly, as if such holders had been shareholders from the date of issue of the Subscription Warrant;

- in the event of a capital reduction due to losses by way of a reduction in the nominal value of the shares, the subscription price of the shares to which the warrants entitle the holder shall remain unchanged, with the issue premium being increased by the amount of the reduction in the nominal value;

further **resolves** that:

- in the event of a capital reduction not resulting from losses, effected by reducing the nominal value of the shares, the subscription price of the shares to which the warrants entitle the holders shall be reduced accordingly;

- in the event of a capital reduction not motivated by losses, effected by reducing the number of shares, the holders of the warrants, if they exercise their warrants, may request the repurchase of their shares on the same terms as if they had been shareholders at the time of the Company's repurchase of its own shares,

resolves, as provided for in article L. 228-98 of the Commercial Code, that the Company is authorised, without having to seek the authorisation of the holders of the warrants, to amend its legal form and corporate purpose,

resolves that, pursuant to the provisions of article L. 228-98 of the French Commercial Code, the Company is authorised to amend the rules governing the distribution of its profits, to write down its capital and to create preference shares resulting in such an amendment or write-down, subject to taking the necessary measures to preserve the rights of holders of securities giving access to the capital under the conditions set out in article L. 228-99 of the French Commercial Code,

authorises the Company to require holders of share subscription warrants to surrender or redeem their rights as provided for in article L. 228-102 of the Commercial Code,

resolves that, should it be necessary to carry out the adjustment provided for in article L. 228-99(3) of the Commercial Code, such adjustment shall be made by applying the method set out in article R. 228-91 of the Commercial Code, with it being specified that the value of the preferential subscription right and the value of the share prior to the detachment of the subscription right would, if necessary, be determined by the Board of Directors on the basis of the subscription, exchange or sale price per share used in the most recent transaction relating to the share capital of the Company (capital increase, contribution of securities, sale of shares, etc.) during the six (6) months preceding the meeting of said Board of Directors, or, in the absence of such a transaction during that period, based on any other financial parameter deemed relevant by the Board of Directors (and which shall be validated by the Company's statutory auditor),

resolves to grant full powers to the Board of Directors to implement this delegation, and for the purpose of:

- issuing and allocating the Subscription Warrants and determining the subscription price, the exercise conditions and the final terms of the Subscription Warrants in accordance with the provisions of this resolution and within the limits set out in this resolution;

- determining the identity of the beneficiaries of the Subscription Warrants and the number of Subscription Warrants to be allocated to each of them;

- setting the price of the share that may be subscribed to upon exercise of a Subscription Warrant under the aforementioned conditions;

- recording the number of ordinary shares issued following the exercise of the Subscription Warrants, carrying out the formalities resulting from the corresponding capital increases and to make the necessary amendments to the articles of association;

- taking all necessary measures to ensure the protection of the holders of the warrants in the event of a financial transaction involving the Company, in accordance with the legal and regulatory provisions in force;

- in general, taking any measures and carrying out any formalities necessary for this issue,

resolves that this delegation is granted for a period of eighteen months from today and terminates any previous delegation having the same purpose.

Twenty-ninth resolution
Overall limits on the amount of issues carried out pursuant to the Twenty-sixth resolution, the Twenty-seventh resolution and the Twenty-eighth resolution above

The general meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report and the reports of the statutory auditors,

resolves that the sum of (i) the shares that may be issued or acquired upon exercise of the options granted pursuant to the Twenty-sixth resolution above, (ii) the shares that may be allotted free of charge pursuant to the Twenty-seventh resolution above, and (iii) the shares that may be issued upon exercise of the share subscription warrants that may be issued pursuant to the Twenty-eighth resolution above may not exceed 500,000 shares with a nominal value of 0.10 euro each, with it being specified that (i) to be added to this ceiling is the additional number of shares to be issued to preserve, in accordance with the applicable contractual provisions, the rights of holders of securities and other rights giving access to shares and (ii) the portion allocated to executive directors shall not exceed 25% of the total authorisation granted to your Board of Directors by the general meeting pursuant to the aforementioned resolutions.

Thirtieth resolution
Amendment of article 19 of the articles of association to bring it into line with new legal and regulatory provisions

The general meeting, acting in accordance with the quorum and majority requirements for extraordinary general meetings,

having taken note of the Board of Directors' report,

resolves to amend article 19 of the articles of association to bring it into line with the provisions of article R. 225-63*(1)* and *(3)* of the Commercial Code, as amended by Decree No. 2026-94 of 13 February 2026:

(i) to remove the requirement for prior consent from registered shareholders for notices to be sent electronically, with this provision being applicable to meetings convened on or after 1 July 2026, and

(ii) to extend the deadline for shareholders to be registered in the register from two (2) to five (5) working days prior to the date of the general meeting,

therefore **resolves** that article 19 of the articles of association shall henceforth read as follows:

"Article 19

General meetings shall be convened and held in accordance with the conditions laid down by law.

~~*Where the company wishes to use electronic means of communication to convene a meeting instead of sending a postal invitation, it must first obtain the consent of the shareholders concerned, who shall provide their email addresses.*~~

Meetings shall take place at the registered office or at any other venue specified in the notice of meeting.

The right to attend meetings is governed by the legal and regulatory provisions in force and is, in particular, subject to the securities being registered in the name of the shareholder or the intermediary acting on their behalf at midnight on the ~~second~~ fifth working day preceding the meeting, Paris time, either in the registered share accounts held by the Company or in the bearer share accounts held by the authorised intermediary.
[...]".

The remainder of article 19 remains unchanged.

Thirty-first resolution
Delegation to be granted to the Board of Directors to increase the share capital by issuing shares and securities giving access to the Company's capital for the benefit of employees participating in the group savings plan

The general meeting, having decided in accordance with the quorum and majority requirements applicable to extraordinary general meetings,
having taken note of the Board of Directors' report and the report of the statutory auditors,

in accordance, in particular, on the one hand with the provisions of articles L. 225-129 et seq. and L. 225-138-1 of the Commercial Code, and on the other hand with those of articles L. 3332-1 et seq. of the Labour Code,

delegates to the Board of Directors all powers to decide on the issue, on one or more occasions, in such proportions and at such times as it deems fit, of ordinary shares or securities giving access by any means, immediately and/or in the future, to ordinary shares of the Company reserved for members of a Company savings plan and, where applicable, to French or foreign companies affiliated with it under the terms of article L. 225-180 of the Commercial Code and article L. 3344-1 of the Labour Code (the "Verimatrix Group"),

resolves that the total nominal amount of capital increases that may be carried out pursuant to this resolution shall not exceed 3% of the share capital as at the date of implementation of this resolution, to which shall be added, where applicable, the additional amount of shares to be issued in order to preserve, in accordance with the relevant legal or regulatory provisions and, where applicable, the applicable contractual provisions, the rights of holders of securities and other rights giving access to shares,

further **resolves** that the nominal amount of any capital increase that may be carried out in this manner shall be counted against the overall ceiling provided for in the twenty-fourth resolution above,

resolves to set at 300,000 euros (or the equivalent value of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued pursuant to this authorisation,

further **resolves** that the nominal amount of any issue of debt securities representing claims on the capital, which may be carried out in this manner, shall be deducted from the overall ceiling provided for in the twenty-fourth resolution above,

sets the term of validity of the authorisation covered by this resolution at eighteen months from the date of this meeting, it being specified that this authorisation supersedes any previous authorisation having the same purpose,

resolves that the issue price of new shares or securities giving access to the capital shall be determined by the Board of Directors in accordance with the conditions set out in articles L. 3332-18 to L. 3332-23 of the Labour Code,

resolves to waive, in favour of members of a company savings scheme, the shareholders' pre-emptive subscription rights to shares or securities giving access, by any means, immediately and/or in the future, to ordinary shares to be issued,
resolves that the Board of Directors shall have full powers to implement this delegation, with the option to sub-delegate in accordance with the conditions laid down by law and subject to the conditions specified above, for the purpose in particular of:

- deciding that subscriptions may be made directly or through company mutual funds or other structures or entities permitted by the applicable legal or regulatory provisions,

- determining the dates, terms and conditions of the issues to be carried out pursuant to this resolution, and, in particular, setting the opening and closing dates for subscriptions, the dates on which dividends become payable, the terms and conditions for the payment of shares and other securities giving access to the Company's capital, granting time limits for the payment of shares and, where applicable, other securities giving access to the Company's capital,

- applying for the listing of the securities created, to record the completion of the capital increases up to the amount of the shares that will be effectively subscribed for and to make the corresponding amendments to the Articles of Association, to carry out, directly or through an agent, all transactions and formalities relating to the capital increases and,

- charging, where applicable, the costs of the capital increases against the amount of the premiums relating to such increases and to deduct from that amount the sums necessary to bring the statutory reserve up to one-tenth of the new capital following each increase.

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