

VERIMATRIX

Joint stock company with a share capital of €34,214,058.80
 Headquarters: Impasse des Carrés de l'Arc, Rond-Point du Canet, 13590 Meyreuil
 399 275 395 RCS Aix-en-Provence

ANNUAL GENERAL MEETING OF SHAREHOLDERS ON JUNE 13, 2024**Results of voting on resolutions submitted to the shareholders**

Number of shares comprising the share capital at June 11, 2024: 85 535 147
 Number of shares entitled to vote: 85 290 681
 Number of votes: 42 317 900

Quorum reached: 49.62% of the shares entitled to vote

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Ordinary resolutions							
First resolution Approval of the company accounts for the Financial Year ended 31 December 2023	41 600 286	98.38%	684 519	1.62%	33 095	0%	Adopted
Second resolution Approval of the consolidated accounts for the Financial Year ended 31 December 2023	41 600 286	98.38%	684 519	1.62%	33 095	0%	Adopted
Third resolution Allocation of the result for the Financial Year ended 31 December 2023	41 944 019	99.22%	328 898	0.78%	44 983	0%	Adopted
Fourth resolution Examination of the agreements specified by articles L. 225-38 et seq. of the Code of Commerce	41 897 311	99.18%	344 403	0.82%	76 186	0%	Adopted
Fifth resolution Renewal of the board mandate of Mr. Amedeo D'Angelo	40 922 106	96.84%	1 337 211	3.16%	58 583	0%	Adopted
Sixth resolution Renewal of the board mandate of Mr. Jean Schmitt	40 447 540	95.77%	1 785 171	4.23%	85 189	0%	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Seventh resolution Renewal of the board mandate of Ms. Emmanuelle Guilbart	41 692 794	98.72%	540 211	1.28%	84 895	0%	Adopted
Eighth resolution Renewal of the board mandate of Ms. Corinne Grillet	41 699 844	98.74%	533 161	1.26%	84 895	0%	Adopted
Ninth resolution Renewal of the functions of Mr. Jacopo Meneguzzo as an observer	40 234 449	95.26%	2 002 803	4.74%	80 648	0%	Adopted
Tenth resolution Approval of the elements of the remuneration due or granted for the 2023 financial year to the président directeur général (CEO), Mr. Amedeo D'Angelo	40 042 739	95.13%	2 051 556	4.87%	223 605	0%	Adopted
Eleventh resolution Vote on the information relating to the 2023 remuneration of corporate officers (excluding executive officers) mentioned in article L. 22-10-9 of the Code of Commerce	41 625 630	98.56%	606 914	1.44%	85 356	0%	Adopted
Twelfth resolution Approval of the remuneration policy of corporate officers for the 2024 financial year	40 846 517	96.76%	1 368 537	3.24%	102 846	0%	Adopted
Thirteenth resolution Approval of the remuneration policy of the président directeur général (CEO), Mr. Amedeo D'Angelo, for the 2024 financial year	40 781 507	96.92%	1 295 383	3.08%	241 010	0%	Adopted
Fourteenth resolution Authorisation to be given to the Board of Directors for the Company to purchase its own shares	41 861 570	99.14%	364 231	0.86%	92 099	0%	Adopted
Extraordinary resolutions							
Fifteenth resolution Authorisation to be given to the Board of Directors to reduce the share capital by means of cancellation of shares as part of the authorisation to buy back its own shares	41 050 194	97.19%	1 185 952	2.81%	81 754	0%	Adopted

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	Votes	%	Votes	%	Votes	%	
Sixteenth resolution Modification of the age limit applicable to board members, the president of the Board of Directors, the Managing Director and the Deputy Managing Directors, in order to increase it from age 70 to 75 – corresponding modification of articles 11.2., 14.1. and 14.3. of the bylaws	41 568 249	98.39%	680 871	1.61%	68 780	0%	Adopted
Seventeenth resolution Modification of article 12.4. of the bylaws in order to delete the reference to the impossibility for board members to participate in deliberations of the Board of Directors relating to the closing of the accounts and establishment of the management report by teleconference or video-conference	41 672 744	98.77%	518 034	1.23%	127 122	0%	Adopted
Eighteenth resolution Amendment of article 24 of the bylaws "Loss of half of the share capital" in order to comply with the new provisions of article L. 225-248 of the Code of Commerce	41 683 688	98.89%	468 396	1.11%	165 816	0%	Adopted
Nineteenth resolution Delegation of authorisation to the board of directors to increase the capital by issuing ordinary shares and/or any marketable securities, <u>with maintaining the preferential right of subscription</u>	41 694 032	98.74%	530 565	1.26%	93 303	0%	Adopted
Twentieth resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by issuing ordinary shares and/or any marketable securities, <u>with suspension of the shareholders' preferential right of subscription by means of a public offer and with a mandatory priority period</u> (excluding offers mentioned in paragraph 1° of article L. 411-2 of the Monetary and Financial Code)	38 727 291	91.72%	3 497 816	8.28%	92 793	0%	Adopted

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	Votes	%	Votes	%	Votes	%	
Twenty-first resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by issuing ordinary shares and/or any marketable securities, <u>with suspension of the shareholders' preferential right of subscription 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</u>	39 488 333	93.52%	2 736 014	6.48%	93 553	0%	Adopted
Twenty-second resolution Delegation of authority to the board of directors to increase the number of shares to be issued in the event of a capital increase with or without a preferential right of subscription	38 763 649	91.83%	3 446 588	8.17%	107 663	0%	Adopted
Twenty-third resolution Authorisation to consent to the Board of Directors, in the event of the issue of shares or any security giving access to the capital with cancellation of the shareholders' preferential subscription right, to set the issue price within the limit of 10% of the share capital and within the limits provided for by the general assembly	38 809 692	91.91%	3 417 034	8.09%	91 174	0%	Adopted
Twenty-fourth resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by issuing ordinary shares and/or any marketable securities, <u>with suspension of the shareholders' preferential right of subscription, to the benefit of a category of persons satisfying the characteristics determined within the framework of setting up a financing contract with equity or bonds</u>	38 751 092	91.59%	3 557 144	8.41%	9 664	0%	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Twenty-fifth resolution Delegation of authority to the board to increase the capital by issuing ordinary shares or any securities granting access to the capital, with removal of the shareholders' preferential subscription right for the benefit of a category of persons meeting specific characteristics (investors with experience in the technology sector)	38 749 622	91.59%	3 557 690	8.41%	10 588	0%	Adopted
Twenty-sixth resolution Delegation of authority to be granted to the board with a view to increasing the capital by issuing ordinary shares or any marketable securities granting access to the capital, <u>with suspension of the shareholders' preferential right of subscription to be issued to a category of persons satisfying the determined characteristics</u> (strategic, commercial or financial partners)	38 761 128	91.62%	3 546 184	8.38%	10 588	0%	Adopted
Twenty-seventh resolution Delegation of power to be granted to the board of directors to issue ordinary shares and marketable securities giving access to the capital of the Company, in the event of a public offer with an exchange component initiated by the Company	39 723 864	93.98%	2 543 333	6.02%	50 703	0%	Adopted
Twenty-eighth resolution Delegation of powers to be granted to the board of directors with a view to increasing the share capital, within the limits of 10% of the capital, to remunerate contributions in kind of equity securities or marketable securities giving access to the capital of third-party companies outside a public exchange offer	39 625 294	93.67%	2 677 317	6.33%	15 289	0%	Adopted

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	Votes	%	Votes	%	Votes	%	
Twenty-ninth resolution Overall limitation of the amount of issues done under the Nineteenth, Twentieth, Twenty-first, Twenty-second, Twenty-fourth, Twenty-fifth, Twenty-sixth, Twenty-seventh and Twenty-eighth resolutions above and the Thirty-fifth resolution below	40 422 180	95.95%	1 705 030	4.05%	190 690	0%	Adopted
Thirtieth resolution Delegation of authority to be granted to the Board of Directors to increase the capital by incorporation of premiums, reserves, profits or other	40 402 002	95.72%	1 807 599	4.28%	108 299	0%	Adopted
Thirty-first resolution Authorisation to be given to the Board of Directors to grant options to subscribe or purchase shares of the Company	38 852 156	92.02%	3 369 775	7.98%	95 969	0%	Adopted
Thirty-second resolution Authorisation to be given to proceed with the free allocation of existing shares or of shares to be issued	38 764 358	91.70%	3 508 894	8.30%	44 648	0%	Adopted
Thirty-third resolution Delegation of authority to be granted to the Board of Directors for the purpose of issuing and allocating warrants for the benefit of categories of persons meeting specified characteristics	39 910 981	94.40%	2 367 163	5.60%	39 756	0%	Adopted
Thirty-fourth resolution Overall limits on the amount of issues done pursuant to the Thirty-first, Thirty-second and Thirty-third resolutions above	40 444 863	95.83%	1 759 827	4.17%	113 210	0%	Adopted
Thirty-fifth resolution Delegation to be granted to the board of directors with a view to increasing the share capital by issuing shares and marketable securities giving access to the Company's capital for the benefit of employees enrolling to the group savings plan	31 996 657	75.71%	10 264 319	24.29%	56 924	0%	Adopted