

MIXED GENERAL ASSEMBLY OF SHAREHOLDERS

OF 13 JUNE 2024

TEXT OF THE RESOLUTIONS

First resolution

Approval of the company accounts for the Financial Year ended 31 December 2023

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with the management report from the Board of Directors and the report from the statutory auditors,

approves the annual accounts for the year ended 31 December 2023, as presented, as well as the transactions reflected in these accounts and summarised in these reports,

observes that the accounts do not show any non-deductible expenses and expenses referred to in article 39-4 of the General Tax Code.

Second resolution

Approval of the consolidated accounts for the Financial Year ended 31 December 2023

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with the report of the board of directors on the consolidated accounts for the year ended 31 December 2023 and the related report from the statutory auditor,

approves the consolidated accounts of the Verimatrix Group for the year ended 31 December 2023, as they were presented to it, as well as the transactions reflected in these accounts or summarised in these reports.

Third resolution

Allocation of the result for the Financial Year ended 31 December 2023

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with the management report from the board of directors,

observing that the loss for the year ended 31 December 2023 totals 6,162,758.89 euros,

decides to allocate said loss to the “retained earnings” account.

It is recalled, in accordance with the legal provisions, that no dividend has been distributed for the previous three financial years.

Fourth resolution

Examination of the agreements specified by articles L. 225-38 et seq. of the Code of Commerce

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with the special report from the Statutory Auditors on the agreements specified in article L 225-38 et seq. of the Code of Commerce,

observes that no agreement specified under articles L. 225-38 et seq. of the Code of Commerce was established over the course of the previous Financial Year.

Fifth resolution

Renewal of the board mandate of Mr. Amedeo D'Angelo

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

observing that the term of office of Mr. Amedeo D'Angelo expires at the end of this assembly,

decides to renew the term of office of Mr. Amedeo D'Angelo as a board member, for a period of three (3) years, expiring at the end of the annual ordinary general assembly of shareholders to be held in 2027 to decide on the accounts for the year ended 31 December 2026.

Mr. Amedeo D'Angelo has already indicated that he accepts the renewal of his mandate as a board member.

Sixth resolution

Renewal of the board mandate of Mr. Jean Schmitt

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

observing that the term of office of Mr. Jean Schmitt expires at the end of this assembly,

decides to renew the term of office of Mr. Jean Schmitt as a board member, for a period of three (3) years, expiring at the end of the annual ordinary general assembly of shareholders to be held in 2027 to decide on the accounts for the year ended 31 December 2026.

Mr. Jean Schmitt has already indicated that he accepts the renewal of his mandate as a board member.

Seventh resolution

Renewal of the board mandate of Ms. Emmanuelle Guilbart

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

observing that the term of office of Ms. Emmanuelle Guilbart expires at the end of this assembly,

decides to renew the term of office of Ms. Emmanuelle Guilbart as a board member, for a period of three (3) years, expiring at the end of the annual ordinary general assembly of shareholders to be held in 2027 to decide on the accounts for the year ended 31 December 2026.

Ms. Emmanuelle Guilbart has already indicated that she accepts the renewal of her mandate as a board member.

Eighth resolution

Renewal of the board mandate of Ms. Corinne Grillet

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

observing that the term of office of Ms. Corinne Grillet expires at the end of this assembly,

decides to renew the term of office of Ms. Corinne Grillet as a board member, for a period of three (3) years, expiring at the end of the annual ordinary general assembly of shareholders to be held in 2027 to decide on the accounts for the year ended 31 December 2026.

Ms. Corinne Grillet has already indicated that she accepts the renewal of her mandate as a board member.

Ninth resolution

Renewal of the functions of Mr. Jacopo Meneguzzo as an observer

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

observing that the functions of Mr. Jacopo Meneguzzo as an observer expire at the end of this assembly,

decides to renew the functions of Mr. Jacopo Meneguzzo as observer, for a period of three (3) years, expiring at the end of the annual ordinary general assembly of shareholders to be held in 2027 to decide on the accounts for the year ended 31 December 2026.

Mr. Jacopo Meneguzzo has already made it known that he accepts the renewal of his functions as observer.

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

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

pursuant to the provisions of paragraph II of article L. 22-10-34,

approves the elements of fixed, variable and exceptional compensation granted or remaining to be granted for the 2023 financial year to the président directeur général (CEO) for his mandate, as decided by the board of directors in accordance with the principles and criteria approved by the Company's general assembly of shareholders on 8 June 2023 under the terms of its ninth resolution and detailed in the report from the board of directors on corporate governance.

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

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

after having become familiar with the report from the board of directors,

approves, pursuant to article L. 22-10-34, paragraph I of the Code of Commerce, the information mentioned in article L. 22-10-9 of the Code of Commerce concerning corporate officers (excluding senior management corporate officers), as they appear in the report of the Board of Directors on corporate governance.

Twelfth resolution

Approval of the remuneration policy of corporate officers for the 2024 financial year

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with the report from the board of directors on corporate governance and, in particular, the sections established pursuant to the provisions of article L. 22-10-8 of the Code of Commerce,

approves the remuneration policy of corporate officers for the 2024 financial year, as presented in the report from the board of directors on corporate governance.

Thirteenth resolution

Approval of the remuneration policy of the président directeur général (CEO), Mr. Amedeo D'Angelo, for the 2024 financial year

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with the report from the board of directors on corporate governance and, in particular, the sections established pursuant to the provisions of article L. 22-10-8 of the Code of Commerce,

approves the remuneration policy of Amedeo D'Angelo for the 2024 financial year, due to his mandate as président directeur général (CEO), as presented in the report from the board of directors on corporate governance.

Fourteenth resolution

Authorisation to be given to the Board of Directors for the Company to purchase its own shares

The general assembly, deciding under the conditions of quorum and majority required for ordinary general assemblies,

having become familiar with report from the board of directors,

authorises the board of directors, with the option of sub-delegation under the conditions provided for by law, for a period of eighteen months from this day, to acquire, under the conditions stated in articles L. 22-10-62 et seq. of the Code of Commerce and in Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, shares of the Company,

decides that the acquisition, disposal or transfer of these shares may be carried out by any means, in one or more instalments, in particular on the market or by mutual agreement, including by acquisition or disposal of blocks, public offers, using optional or derivative instruments, under the conditions stated by the market authorities and in compliance with applicable rules,

decides that these transactions may take place at any time, in compliance with regulations in effect, except from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

decides that the authorisation may be used to:

- ensure the liquidity of the Company's shares under a liquidity contract to be established with an investment service provider, in accordance with market practices accepted by the Autorité des marchés financiers with regard to market liquidity contracts;
- meet obligations related to stock option programs, assignments of free shares, employee savings or other share allocation plans to employees and officers of the Company or affiliated companies;
- issue shares in connection with the exercise of rights attached to marketable securities giving access to the capital;
- purchase shares for holding and subsequent remittance for exchange or as payment in the context of possible external growth operations in accordance with market practices accepted by the financial markets authority;
- cancel all or part of the shares thus purchased,
- in general, to operate for any purpose that could be authorised by law or any market practice that could be accepted by the market authorities, being specified that, in such a case, the Company would inform its shareholders by means of an official statement,

decides to set the maximum unit purchase price per share (excluding fees and commissions) at 10 euros, with an overall ceiling of 33 000 000 euros, being specified that this purchase price will be subject to any adjustments necessary to take account of capital transactions (notably in case of the incorporation of reserves and the allocation of free shares, division or grouping of shares) which could take place during the period of validity of this authorisation,

acknowledges that the maximum number of shares that may be purchased under this resolution may not, at any time, exceed 10% of the total number of shares, being specified that (i) when the shares are acquired for the purpose of supporting the liquidity of the Company's shares, the number of shares taken into account for calculation of this limit will correspond to the number of shares purchased less the number of shares resold during the period of the authorisation and (ii) when they are acquired for the purpose of retaining them and subsequently reissuing them for payment or exchange in the context of a merger, demerger or contribution operation, the number of shares acquired may not exceed 5% of the total number of shares,

gives all powers to the board of directors, with the option of sub-delegation under the conditions provided for by law, for the purpose of placing any stock exchange orders, signing any deeds of assignment or transfer, establishing any agreements, any liquidity contracts, any option contracts, making any declarations, and all necessary formalities.

This authorisation terminates any previous authorisation having the same purpose.

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

authorises the board of directors, in accordance with article L. 22-10-62 of the Code of Commerce, for a period of eighteen (18) months from the date of this assembly, to cancel, at one or more times, within the limit of 10% of the amount of the share capital per period of twenty-four (24) months, all or part of the shares acquired by the Company and to proceed, for the same amount, with reduction of the share capital, being specified that this limit applies to an amount of the share capital which will, where appropriate, be adjusted to take account of transactions which could affect it after the date of this assembly,

decides that any excess of the purchase price of the shares over their nominal value shall be applied to issue, merger or contribution premium accounts or any available reserve account, including the legal reserve, provided that this does not become less than 10 % of the company's share capital after completion of the capital reduction,

confers all powers on the board of directors, with the option of sub-delegation under the conditions provided for by law, to complete all acts, formalities or declarations with a view to rendering the capital reductions that may be made under this authorisation definitive and for the purpose of modifying the bylaws of the Company accordingly.

This authorisation terminates any previous authorisation having the same purpose.

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with report from the board of directors,

decides to modify the age limit applicable to board members, the president of the board of directors, the managing director and deputy managing directors, increasing it from age 70 to 75,

decides to make the corresponding modifications to articles 11.2., 14.1. and 14.3. of the bylaws.

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

The general assembly, deciding under the conditions of quorum and majority for extraordinary general assemblies, having become familiar with report from the board of directors,

decides, in order to anticipate a legislative amendment, to amend article 12.4. of the Company's bylaws in order to delete the reference to the impossibility for directors to participate in the deliberations of the Board of Directors relating to closing of the accounts and establishment of the management report by teleconference or video-conference, being specified that this prohibition will remain for as long as the law so requires,

therefore **decides** to amend article 12.4. as follows:

“12.4 An internal rule adopted by the Board of Directors may provide, notably, that Board members who participate in the Board meeting by means of telecommunications that comply with regulations in effect, shall be deemed present for calculation of the quorum and majority. ~~This provision is not applicable for adoption of the decisions mentioned in articles L. 232-1 and L. 233-16 of the Code of Commerce.~~”

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with report from the board of directors,

decides to amend article 24 of the bylaws "Loss of half of the share capital" as follows, in order to update the legal provisions concerning the conditions of reconstitution of shareholder equity in the event of loss of half of the share capital:

"ARTICLE 24 - LOSS OF HALF OF THE SHARE CAPITAL

If, due to losses revealed by the accounting records, the equity of the company becomes less than half of the company capital, the Board of Directors must, within the four months following the approval of the accounts having revealed this loss, convene an extraordinary general assembly to decide if the company shall be dissolved early.

If dissolution is not pronounced, the company is required, at the latest at the close of the second financial year following the one during which observation of the losses has occurred, to reconstitute its equity by an amount at least equal to half of the share capital or, subject to article L. 224-2 of the Code of Commerce, to reduce its share capital by the amount necessary for the value of the equity to be equal to at least half of its amount.

In both cases, the resolution adopted by the general assembly must be published accordance with regulations.

If, before the deadline mentioned in the second paragraph of this article, the equity has not been restored to a value equal to at least half of the share capital, although the share capital of the company is above a threshold set by decree in the Council of State according to the size of its balance sheet, the company is required, at the latest at the end of the second financial year following this deadline, to reduce its share capital, subject to article L. 224-2 of the Code of Commerce, to a value of less than or equal to this threshold.

When, pursuant to the fourth paragraph of this article, the company has reduced its share capital without its equity having been reconstituted and subsequently carries out a capital increase, it shall return to compliance with the provisions of the same fourth paragraph before the end of the second financial year following that in which the increase took place.

In the absence of a meeting of the general assembly, as well as in the case where this assembly was not able to deliberate validly upon the last meeting notification, any interested party may request dissolution of the company in a court of law. The same applies if the provisions of said fourth paragraph have not been applied. In any event, the court may grant a maximum period of six months in order to correct the situation. Dissolution may not be pronounced if, on the day of ruling on the merits, the capital has been reconstituted.

The provisions of this article are not applicable to companies in safeguard or receivership proceedings or which benefit from a safeguard or receivership plan."

Nineteenth resolution

Delegation of authorisation to the board of directors to increase the capital by issuing ordinary shares and/or any marketable securities, with maintaining the preferential right of subscription

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

in accordance, notably, 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 Code of Commerce, and article L. 22-10-49 of the Code of Commerce,

delegates to the board of directors, with the right of delegation and sub-delegation under legal conditions, its authority to decide, in the proportions and at the times shall choose, on one or more capital increases by the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or giving the right to the allocation of debt securities, and/or marketable securities (including, in particular, any debt securities) giving access to equity securities of the Company or of any company which owns, directly or indirectly, more than half of its capital or of which it owns, directly or indirectly, more than half of the capital, said marketable securities being able to be issued in euros, in foreign currency or in any currency units established by reference to several currencies at the choice of the board of directors, and which may be paid up in cash, including by offsetting claims,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities,

decides that the shareholders have, in proportion to the amount of their shares, a preferential right of subscription for the ordinary shares or marketable securities which will, where appropriate, be issued under this delegation,

confers on the board of directors the right to grant shareholders the right to subscribe, on a reducible basis, a greater number of shares or marketable securities than that which they could subscribe irreducibly, in proportion to the rights at their disposal and, in any event, within the limits of their request,

decides to set the sum of 17 107 029 euros (or the equivalent of this amount in the event of issue in another currency) as the maximum nominal amount of capital increases that may be carried out, immediately and/or in the future, under this resolution, being specified that:

- the maximum nominal amount of capital increases likely to be carried out immediately or in the long term under this delegation shall be applied against the amount of the overall ceiling specified in the twenty-ninth resolution below,
- to these ceilings shall be added, where appropriate, the nominal value of the shares to be issued in order to preserve, in accordance with the law, and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to the capital,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,

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

decides 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 use, under the conditions provided for by law and in the order it determines, one of the options provided for in article L. 225-134 of the Code of Commerce, notably:

- limit the issue to the amount of subscriptions, provided that they reach at least three-quarters of the issue initially decided,
- freely distribute all or part of the securities issued not subscribed among the persons of its choice, and
- offer to the public, on the French or international market, all or part of the issued securities not subscribed,

decides that the issuance of warrants for the Company's shares may be carried out by an offer of subscription, but also by free allocation to the owners of the old shares,

decides that in the event of the free allocation of warrants, the board of directors shall have the power to decide that the allocation rights creating fractional shares shall not be negotiable and that the corresponding securities shall be sold,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities, if any, issued under this delegation, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the delegation thus conferred on the board shall be valid for a period of twenty-six (26) months from the date of this assembly and terminates any previous delegation having the same purpose,

decides that the board shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

- of determining the dates, conditions and terms of any issue as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued, with or without premium,
- of setting the amounts to be issued, any date of retroactive enjoyment of the shares or securities giving access to the capital to be issued, their method of paying in as well as, where applicable, the terms of exercising the rights of exchange, conversion, reimbursement or allocation in any other way of equity securities or securities giving access to the capital,
- of making any adjustments required in accordance with legal or regulatory provisions and, where applicable, applicable contractual provisions, to protect the rights of securities holders and other rights giving access to the Company's capital and
- of suspending, if necessary, the exercise of the rights attached to these securities for a maximum of three months,

decides that the board of directors may:

- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,

- take any decision with a view to admission of the securities and transferable securities thus issued for trading on the regulated market of Euronext Paris and, in general,
- take all measures, establish any agreement and carry out all necessary formalities for successful completion of the proposed issue, as well as for the purpose of rendering the resulting capital increase definitive, and making the corresponding amendments to the bylaws,

decides, notwithstanding the foregoing, that the board of directors may not, unless it is with prior authorisation from the general assembly, use this delegation of authority from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

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, with suspension of the shareholders' preferential right of subscription by means of a public offer and with a mandatory priority period (excluding offers mentioned in paragraph 1° of article L. 411-2 of the Monetary and Financial Code)

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from 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 Code of Commerce, 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 Code of Commerce,

delegates to the board of directors, with the option of delegation and sub-delegation under legal conditions, its authority to decide, by means of offer to the public, excluding the offers referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, to issue, at one or more times, in the proportions and at the times it shall decide, in France or abroad, ordinary shares of the Company or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities and/or marketable securities (including, in particular, any debt securities), giving access to equity securities of the Company or of any company which owns, directly or indirectly, more than half of its capital or of which it owns, directly or indirectly, more than the half of the capital, said marketable securities being issued in euros, in foreign currency or in any currency units established by reference to several currencies at the choice of the board, and which may be paid up in cash, including by offsetting claims,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities,

decides to suspend the shareholders' preferential right of subscription of ordinary shares or marketable securities issued under this delegation,

decides for share issues, to provide for a mandatory period of priority of a minimum of three (3) trading days for shareholders, for all share issues by means of a public offer that would be implemented by the board of directors in accordance with articles L. 22-10-51 and R. 225-131 of the Code of Commerce, with this priority not giving rise to the creation of negotiable rights, but which may be exercised on both an irreducible and reducible basis; and

decides for securities other than shares, to delegate to the option to the board of directors of establishing, for the benefit of shareholders, any priority period according to the terms it will set in accordance with the provisions of article L. 22-10-51 of the Code of Commerce, with this priority not giving rise to the creation of negotiable rights, but which can be exercised on both an irreducible and reducible basis,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities, if any, issued under this delegation, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides to set the sum of 11 404 686 euros (or the equivalent of this amount in the event of issue in another currency) as the maximum nominal amount of capital increases that may be carried out, immediately and/or in the future, under this resolution, being specified that:

- the maximum nominal amount of capital increases likely to be carried out immediately or in the long term under this delegation shall be applied against the amount of the overall ceiling specified in the twenty-ninth resolution below,
- to these ceilings shall be added, where appropriate, the nominal value of the shares to be issued in order to preserve, in accordance with the law and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to the capital,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36-A of the Code of Commerce,

decides that, if the subscriptions have not absorbed the entirety of such an issue, the board of directors may use, under the conditions provided for by law and in the order it determines, one of the options provided for in article L. 225-134 of the Code of Commerce, namely:

- limit the issue to the amount of subscriptions, provided that they reach at least three-quarters of the issue initially decided,
- freely distribute all or part of the securities issued not subscribed among the persons of its choice, and
- offer to the public, on the French or international market, all or part of the issued securities not subscribed,

decides that the issue price of the shares which may be issued under this delegation will be set by the board of directors, in accordance with the provisions of articles L. 22-10-52 and R. 22-10-32 of the Code of Commerce (as an indication on the day of this general assembly, the issue price of the shares must be at least equal to the weighted average of the prices of the last three trading sessions preceding the start of the offer to the public as intended in Regulation (EU) no. 2017/1129 of 14 June 2017, possibly reduced by a maximum discount of 10 %), being specified that the issue price of the marketable securities giving access to capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities, or, for each share issued as a result of the issue of these marketable securities, shall be at least equal to the minimum amount mentioned above,

decides that, if legal and regulatory provisions no longer set the limit, the issue price of the shares issued under this delegation shall be determined by the board of directors and shall be at least equal to the average of the volume-weighted average prices of the last 3 trading sessions preceding determination of the issue price, perhaps less a maximum discount of 20%, taking into account, where appropriate, their date of enjoyment; being specified that (i) in the event of the issue of marketable securities giving access to the capital, the issue price of the shares likely to result from their exercise, conversion or exchange may, where appropriate, be set, at the discretion of the board of directors, by reference to a calculation formula defined by the latter and applicable after the issue of said securities (for example during their exercise, conversion or exchange) in which case the maximum discount referred to above 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 capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities or, for each share issued as a result of the issue of these marketable securities, at least equal to the minimum amount referred to above,

decides that the offer(s) to the public decided under this resolution may be associated, in the context of the same issue or several issues carried out simultaneously, with one or more offers referred to in paragraph 1° of article L. 411-2 of the Monetary and Financial Code, decided pursuant to the Twenty-first resolution submitted to this assembly (or any resolution having the same purpose that could succeed said resolution during the period of validity of this delegation),

decides 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 assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

- of determining the dates, conditions and terms of any issue as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued, with or without premium,
- of setting the amounts to be issued, any date of retroactive enjoyment of the shares or securities giving access to the capital to be issued, their method of paying in as well as, where applicable, the terms of exercising the rights of exchange, conversion, reimbursement or allocation in any other way of equity securities or securities giving access to the capital,
- of making any adjustments required in accordance with legal or regulatory provisions and, where applicable, applicable contractual provisions, to protect the rights of securities holders and other rights giving access to the Company's capital and
- of suspending, if necessary, the exercise of the rights attached to these securities for a maximum of three months,

decides that the board of directors may:

- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- take any decision with a view to admission of the securities and transferable securities thus issued for trading on the regulated market of Euronext Paris and, in general,
- take all measures, establish any agreement and carry out all necessary formalities for successful completion of the proposed issue, as well as for the purpose of rendering the resulting capital increase definitive, and making the corresponding amendments to the bylaws,

decides, notwithstanding the foregoing, that the board of directors may not, unless it is with prior authorisation from the general assembly, use this delegation of authority from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

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, 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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

in accordance with the provisions of articles L. 225-129 et seq. of the Code of Commerce 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 Code of Commerce,

delegates to the board of directors, its authority to decide to issue, by means of an offer referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, to issue, at one or more times, in the proportions and at the times it shall decide, in France or abroad, ordinary shares of the Company or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities and/or marketable securities (including, in particular, any debt securities), giving access to equity securities of the Company or of any company which owns, directly or indirectly, more than half of its capital or of which it owns, directly or indirectly, more than the half of the capital, said marketable securities being issued in euros, in foreign currency or in any currency units established by reference to several currencies at the choice of the board, and which may be paid up in cash, including by offsetting claims,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities,

decides to suspend the shareholders' preferential right of subscription of ordinary shares or marketable securities issued under this delegation,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities and, if applicable, issued, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the maximum nominal amount of share capital increases that may be carried out immediately and/or in the long term, under this delegation, may neither exceed 6 842 812 euros nor, in any event, exceed the limits specified by regulations applicable on the day of issue (as an indication, on the day of this assembly, the issue of capital shares carried out by an offer mentioned in paragraph 1 of article L. 411-2 of the Monetary and Financial Code is limited to 20% of the Company's capital per 12-month period, said capital being assessed on the day of the decision of the board to use this delegation), to which maximum amount will be added, where applicable, the additional amount of shares to be issued in order to preserve, in accordance with the law and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to shares,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution below,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,

- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36-A of the Code of Commerce,

decides that, if the subscriptions have not absorbed the entirety of such an issue, the board of directors may use, under the conditions provided for by law and in the order it determines, one of the options provided for in article L. 225-134 of the Code of Commerce, namely:

- limit the issue to the amount of subscriptions, provided that they reach at least three-quarters of the issue initially decided,
- freely distribute all or part of the securities issued not subscribed among the persons of its choice,

decides that the issue price of the shares which may be issued under this delegation will be set by the board of directors, in accordance with the provisions of articles L. 22-10-52 and R. 22-10-32 of the Code of Commerce (as an indication on the day of this general assembly, the issue price of the shares must be at least equal to the weighted average of the prices of the last three trading sessions preceding the start of the offer to the public as intended in Regulation (EU) no. 2017/1129 of 14 June 2017, possibly reduced by a maximum discount of 10 %), being specified that the issue price of the marketable securities giving access to capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities, or, for each share issued as a result of the issue of these marketable securities, shall be at least equal to the minimum amount mentioned above,

decides that, if legal and regulatory provisions no longer set the limit, the issue price of the shares issued under this delegation shall be determined by the board of directors and shall be at least equal to the average of the volume-weighted average prices of the last 3 trading sessions preceding determination of the issue price, perhaps less a maximum discount of 20%, taking into account, where appropriate, their date of enjoyment; being specified that (i) in the event of the issue of marketable securities giving access to the capital, the issue price of the shares likely to result from their exercise, conversion or exchange may, where appropriate, be set, at the discretion of the board of directors, by reference to a calculation formula defined by the latter and applicable after the issue of said securities (for example during their exercise, conversion or exchange) in which case the maximum discount referred to above 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 capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities or, for each share issued as a result of the issue of these marketable securities, at least equal to the minimum amount referred to above,

decides that the offer(s) referred to in paragraph 1 of article L. 411-2 of the Monetary and Financial Code, decided under this resolution, may be associated, in the context of the same issue or several issues done simultaneously, with one or more offers to the public, decided pursuant to the Twentieth resolution submitted to this assembly,

decides 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 assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

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

- of setting the amounts to be issued, any date of retroactive enjoyment of the shares or securities giving access to the capital to be issued, their method of paying in as well as, where applicable, the terms of exercising the rights of exchange, conversion, reimbursement or allocation in any other way of equity securities or securities giving access to the capital,
- of making any adjustments required in accordance with legal or regulatory provisions and, where applicable, applicable contractual provisions, to protect the rights of securities holders and other rights giving access to the Company's capital and
- of suspending, if necessary, the exercise of the rights attached to these securities for a maximum of three months,

decides that the board of directors may:

- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- take any decision with a view to admission of the securities and transferable securities thus issued for trading on the regulated market of Euronext Paris and, in general,
- take all measures, establish any agreement and carry out all necessary formalities for successful completion of the proposed issue, as well as for the purpose of rendering the resulting capital increase definitive, and making the corresponding amendments to the bylaws,

decides, notwithstanding the foregoing, that the board of directors may not, unless it is with prior authorisation from the general assembly, use this delegation of authority from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from 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 et L. 228-92 of the Code of Commerce,

delegates its authority to the board of directors to increase the number of shares or marketable securities to be issued in the event of an excess request for subscription in the context of capital increases of the Company with or without preferential subscription rights decided pursuant to the Nineteenth, Twentieth and Twenty-first resolutions above, under the conditions provided for in article L. 225-135-1 and R. 225-118 of the Code of Commerce (i.e., to date, within thirty days of the close of subscriptions, at the same price as that retained for the initial issue and within the limit of 15% of the initial issue), said shares conferring the same rights as the old shares subject to their date of enjoyment,

specifies that the nominal amount of any increase in share capital decided under this delegation in the context of capital increases of the Company with or without preferential subscription rights, decided under the above resolutions, will be applied against the overall ceiling provided for in the Twenty-ninth resolution below, to which amount will be added, where appropriate, the additional amount of shares or marketable securities to be issued in addition, if any, to preserve, in accordance with the law and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to capital,

decides that this delegation is given to the board of directors for a period of twenty-six (26) months from the date of this assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

- of determining the dates, conditions and terms of any issue as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued, with or without premium,
- of setting the amounts to be issued, any date of retroactive enjoyment of the shares or securities giving access to the capital to be issued, their method of paying in as well as, where applicable, the terms of exercising the rights of exchange, conversion, reimbursement or allocation in any other way of equity securities or securities giving access to the capital,
- of making any adjustments required in accordance with legal or regulatory provisions, and, where applicable, applicable contractual provisions, to protect the rights of securities holders and other rights giving access to the Company's capital and
- of suspending, if necessary, the exercise of the rights attached to these securities for a maximum of three months,

decides that the board of directors may:

- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- take any decision with a view to admission of the securities and transferable securities thus issued for trading on the regulated market of Euronext and, in general,
- take all measures, establish any agreement and carry out all necessary formalities for successful completion of the proposed issue, as well as for the purpose of rendering the resulting capital increase definitive, and making the corresponding amendments to the bylaws,

decides, notwithstanding the foregoing, that the board of directors may not, unless it is with prior authorisation from the general assembly, use this delegation of authority from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

in accordance with the provisions of article L. 22-10-52 of the Code of Commerce,

authorises the board of directors with the option of sub-delegation, for a period of twenty-six (26) months from the date of this assembly, for each issue decided within the framework of the delegations granted in the preceding Twentieth and Twenty-first resolutions and within the limit of 10% of the capital of the Company (as existing on the date of the operation) per period of 12 months, to depart from the conditions of price setting provided for in the above-mentioned resolutions and to set the issue price of ordinary shares and/or marketable securities giving immediate or future access to the issued capital, in accordance with the following procedures:

- the issue price of the ordinary shares will be at least equal to the weighted average of the prices of the last 5 trading days preceding its determination, possibly reduced by a maximum discount of 15%, it being recalled that it cannot in any case be less than the nominal value of a share of the Company on the date of issue of the shares concerned, and it being specified that in the event of the issue of securities giving access to the capital, the issue price of the shares likely to result from their exercise, conversion or exchange may, if necessary, be set, at the discretion of the advisor or the board of directors, by reference to a calculation formula defined by it and applicable after the issue of said securities (for example, at the time of their exercise, conversion or exchange) in which case the maximum discount indicated above 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
- the issue price of the securities giving access to the capital will be such that the sum immediately received by the Company, plus, where applicable, that likely to be subsequently received by it, is, for each share issued as a result of the issue of these securities, at least equal to the issue price defined in the paragraph above,

decides that the board of directors shall have full powers to implement this resolution under the terms specified by the resolution for which the issue is decided,

specifies that this authorisation terminates any previous authorisation having the same purpose.

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, 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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

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

delegates to the board of directors, with the right of delegation and sub-delegation under legal conditions, its authority to decide, in the proportions and at the times it shall choose, on one or more capital increases by the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or giving the right to the allocation of debt securities, and/or marketable securities (including, in particular, any debt securities) giving access to equity securities of the Company, said marketable securities being able to be issued in euros, in foreign currency or in any currency units established by reference to several currencies at the choice of the board, and which may be paid up in cash, including by offsetting claims,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities (share subscription warrants attached to bonds or issued for the subscribers of such bonds, in particular) or permit their issue as intermediate securities,

decides to suspend the preferential right of subscription of shareholders for the ordinary shares of the Company or other marketable securities to be issued for the benefit of the following category of persons:

- any credit institution, any investment service provider, as well as any investment fund or company agreeing to subscribe to or guarantee completion of the capital increase or any issue of securities likely to result in a term capital increase (including, in particular, by the exercise of warrants) that may be carried out under this delegation in the context of establishment of an equity or bond financing contract,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities and, if applicable, issued, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the total nominal amount of share capital increases likely to be carried out immediately and/or in the future, under this delegation, may not exceed 3 421 406 euros, or its equivalent in foreign currency, the maximum amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with the legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of securities and other rights giving access to the shares,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution below,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the Code of Commerce,

decides that the issue price of the shares issued under this delegation shall be determined by the board of directors and shall be at least equal to the average of the volume-weighted average prices of the last 3 trading sessions preceding determination of the issue price, perhaps less a maximum discount of 20%, taking into account, where appropriate, their date of enjoyment; being specified that (i) in the event of the issue of marketable securities giving access to the capital, the issue price of the shares likely to result from their exercise, conversion or exchange may, where appropriate, be set, at the discretion of the board of directors, by reference to a calculation formula defined by the latter and applicable after the issue of said securities (for example during their exercise, conversion or exchange) in which case the maximum discount referred to above 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 capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities or, for each share issued as a result of the issue of these marketable securities, at least equal to the minimum amount referred to above,

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 assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

- of deciding the amount of the capital increase, the issue price (being specified that this will be determined in accordance with the conditions stated above) as well as the amount of the premium that may, if necessary, be requested at the time of issue;
- of determining the dates, conditions and terms of any issue as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued;
- of determining the date of any retroactive enjoyment of the shares or marketable securities giving access to the capital to be issued, their manner of being paid in;
- of establishing the list of beneficiaries within the above-mentioned category of persons and the number of shares to be awarded to each of them;
- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- of observing the completion of each capital increase and making the corresponding amendments to the bylaws;
- in general, of establishing any agreement, notably to successfully complete the foreseen issues, to take all measures and carry out all formalities useful for the issue, listing and financial service of the securities issued under this delegation as well as for exercising the rights attached thereto;
- of taking any decision with a view to admission of the shares and marketable securities thus issued on any market on which the shares of the Company could be accepted for trading,

acknowledges the fact that, in the event that the board of directors makes use of the delegation of authority conferred in this resolution, the board of directors will report to the next ordinary general assembly, in accordance with law and regulations, on the use made of the authorisations conferred in this resolution.

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)

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

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

delegates to the board of directors, with the right of delegation and sub-delegation under legal conditions, its authority to decide, in the proportions and at the times it shall choose, on one or more capital increases by the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or giving the right to the allocation of debt securities, and/or marketable securities (including, in particular, any debt securities) giving access to equity securities of the Company, said marketable securities being able to be issued in euros, in foreign currency or in any currency units established by reference to several currencies at the choice of the board, and which may be paid up in cash, including by offsetting claims,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities (share subscription warrants attached to bonds or issued for the subscribers of such bonds, in particular) or permit their issue as intermediate securities,

decides to suspend the preferential right of subscription of shareholders for the ordinary shares of the Company or other marketable securities to be issued for the benefit of the following category of persons:

- any natural person or legal entity (including any company), trust and investment fund, or other investment vehicles, whatever their form (including, without limitation, any investment fund or venture capital companies, in particular any FPCI, FCPI or FIP), under French or foreign law, shareholders or not of the Company, investing on a regular basis, or having invested at least two million euros in the 36 months preceding the issue in question, in the technology sector,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities and, if applicable, issued, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the total nominal amount of share capital increases likely to be carried out immediately and/or in the future, under this delegation, may not exceed 3 421 406 euros, or its equivalent in foreign currency, the maximum amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with the legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of securities and other rights giving access to the shares,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution below,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the Code of Commerce,

decides that the issue price of the shares issued under this delegation shall be determined by the board of directors and shall be at least equal to the average of the volume-weighted average prices of the last 3 trading sessions preceding determination of the issue price, perhaps less a maximum discount of 20%, taking into account, where appropriate, their date of enjoyment; being specified that (i) in the event of the issue of marketable securities giving access to the capital, the issue price of the shares likely to result from their exercise, conversion or exchange may, where appropriate, be set, at the discretion of the board of directors, by reference to a calculation formula defined by the latter and applicable after the issue of said securities (for example during their exercise, conversion or exchange) in which case the maximum discount referred to above 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 capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities or, for each share issued as a result of the issue of these marketable securities, at least equal to the minimum amount referred to above,

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 assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

- of deciding the amount of the capital increase, the issue price (being specified that this will be determined in accordance with the conditions stated above) as well as the amount of the premium that may, if necessary, be requested at the time of issue;
- of determining the dates, conditions and terms of any issue as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued;
- of determining the date of any retroactive enjoyment of the shares or marketable securities giving access to the capital to be issued, their manner of being paid in;
- of establishing the list of beneficiaries within the above-mentioned category of persons and the number of shares to be awarded to each of them;
- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- of observing the completion of each capital increase and making the corresponding amendments to the bylaws;
- in general, of establishing any agreement, notably to successfully complete the foreseen issues, to take all measures and carry out all formalities useful for the issue, listing and financial service of the securities issued under this delegation as well as for exercising the rights attached thereto;
- of taking any decision with a view to admission of the shares and marketable securities thus issued on any market on which the shares of the Company could be accepted for trading,

acknowledges the fact that, in the event that the board of directors makes use of the delegation of authority conferred in this resolution, the board of directors will report to the next ordinary general assembly, in accordance with law and regulations, on the use made of the authorisations conferred in this resolution.

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, with suspension of the shareholders' preferential right of subscription to be issued to a category of persons satisfying the determined characteristics (strategic, commercial or financial partners)

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

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

delegates to the board of directors, with the right of delegation and sub-delegation under legal conditions, its authority to decide, in the proportions and at the times it shall choose, on one or more capital increases by the issue, in France or abroad, of ordinary shares of the Company or equity securities giving access to other equity securities or giving the right to the allocation of debt securities, and/or marketable securities (including, in particular, any debt securities) giving access to equity securities of the Company, said marketable securities being able to be issued in euros, in foreign currency or in any currency units established by reference to several currencies at the choice of the board, and which may be paid up in cash, including by offsetting claims,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities (share subscription warrants attached to bonds or issued for the subscribers of such bonds, in particular) or permit their issue as intermediate securities,

decides to suspend the preferential right of subscription of shareholders for the ordinary shares of the Company or other marketable securities to be issued for the benefit of the following category of persons:

- strategic, commercial or financial partners of the Company, located in France or abroad, having established or having to conclude one or more partnership contracts (development, co-development, distribution, manufacturing, etc.), commercial or financing contracts with the Company (or a subsidiary), directly or through one or more entities that these partners control, that control these partners or that are controlled by the same person or persons as these partners, directly or indirectly, as intended under article L. 233-3 of the Code of Commerce,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities and, if applicable, issued, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the total nominal amount of share capital increases likely to be carried out immediately and/or in the future, under this delegation, may not exceed 3 421 406 euros, or its equivalent in foreign currency, the maximum amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with the legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of securities and other rights giving access to the shares,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution below,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the Code of Commerce,

decides that the issue price of the shares issued under this delegation shall be determined by the board of directors and shall be at least equal to the average of the volume-weighted average prices of the last 3 trading sessions preceding determination of the issue price, perhaps less a maximum discount of 20%, taking into account, where appropriate, their date of enjoyment; being specified that (i) in the event of the issue of marketable securities giving access to the capital, the issue price of the shares likely to result from their exercise, conversion or exchange may, where appropriate, be set, at the discretion of the board of directors, by reference to a calculation formula defined by the latter and applicable after the issue of said securities (for example during their exercise, conversion or exchange) in which case the maximum discount referred to above 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 capital, if applicable, issued under this resolution will be such that the sum, if any, received immediately by the Company, increased by that which may be received by it at the time of exercise or conversion of said marketable securities or, for each share issued as a result of the issue of these marketable securities, at least equal to the minimum amount referred to above,

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 assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement, under the conditions stated by law and the bylaws, this delegation for the purpose, notably:

- of deciding the amount of the capital increase, the issue price (being specified that this will be determined in accordance with the conditions stated above) as well as the amount of the premium that may, if necessary, be requested at the time of issue;
- of determining the dates, conditions and terms of any issue as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued;
- of determining the date of any retroactive enjoyment of the shares or marketable securities giving access to the capital to be issued, their manner of being paid in;
- of establishing the list of beneficiaries within the above-mentioned category of persons and the number of shares to be awarded to each of them;
- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- of observing the completion of each capital increase and making the corresponding amendments to the bylaws;
- in general, of establishing any agreement, notably to successfully complete the foreseen issues, to take all measures and carry out all formalities useful for the issue, listing and financial service of the securities issued under this delegation as well as for exercising the rights attached thereto;
- of taking any decision with a view to admission of the shares and marketable securities thus issued on any market on which the shares of the Company could be accepted for trading,

acknowledges the fact that, in the event that the board of directors makes use of the delegation of authority conferred in this resolution, the board of directors will report to the next ordinary general assembly, in accordance with law and regulations, on the use made of the authorisations conferred in this resolution.

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

in accordance, notably, 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 Code of Commerce,

delegates to the board of directors its authority to decide, at one or more times, 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 as remuneration for the shares contributed to a public offer comprising an exchange component initiated by the Company in France or abroad, according to local rules, on securities of another company admitted for trading on one of the markets mentioned in article L. 22-10-54 referred to above, said shares conferring the same rights as the old shares subject to their date of enjoyment,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities,

decides, as necessary, to suspend, for the benefit of the holders of these shares, the shareholders' preferential right of subscription to such ordinary shares and marketable securities to be issued,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities and, if applicable, issued, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the total nominal amount of share capital increases likely to be carried out immediately and/or in the future, under this delegation, may not exceed 3 421 406 euros, amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with the legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to the shares,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution below,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the Twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the Code of Commerce,

decides 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 assembly and terminates any previous delegation having the same purpose,

decides that the board of directors shall have all powers, with the option of sub-delegation under the conditions provided for by law, to implement this delegation for the purpose, notably:

- of determining the list of securities brought to the exchange as well as the form and characteristics of the shares or marketable securities giving access to the capital to be issued, with or without premium,
- of setting the terms of the issue, the exchange parity and, if applicable, the amount of cash compensation to be paid,
- of determining the terms of issue in the context, in particular, of a public exchange offer, an alternative offer to purchase or exchange, on a principal basis, accompanied by a public exchange or purchase offer on a secondary basis,
- of observing the number of shares contributed for the exchange,
- of setting any date of retroactive enjoyment of the shares or securities giving access to the capital to be issued, their method of paying in as well as, where applicable, the terms of exercising the rights of exchange, conversion, reimbursement or allocation in any other way of equity securities or securities giving access to the capital,
- of recording in the liabilities of the balance sheet in the “contribution premium” account, which shall involve the rights of all shareholders, the difference between the issue price of the new ordinary shares and their nominal value,

- of making any adjustments required in accordance with legal or regulatory provisions and, where applicable, applicable contractual provisions, to protect the rights of securities holders and other rights giving access to the Company's capital and
- of suspending, if necessary, the exercise of the rights attached to these securities for a maximum of three months,

decides that the board of directors may:

- at its own initiative and when it deems it appropriate, allocate the costs, duties and fees generated by the capital increases carried out under the delegation referred to in this resolution, to the amount of the premiums relating to these operations and deduct, from the amount of these premiums, the sums necessary to increase the legal reserve to one tenth of the new capital, after each operation,
- take any decision with a view to admission of the securities and transferable securities thus issued for trading on the regulated market of Euronext Paris and, in general,
- take all measures, establish any agreement and carry out all necessary formalities for successful completion of the proposed issue, as well as for the purpose of rendering the resulting capital increase definitive, and making the corresponding amendments to the bylaws,

decides, notwithstanding the foregoing, that the board of directors may not, unless it is with prior authorisation from the general assembly, use this delegation of authority from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

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

delegates to the board of directors its powers to decide, following a report from one or more contribution auditors, the issue, at one or more times, in the proportions and at such times as it may determine, of ordinary shares of the Company or of securities giving access by any means, immediately and/or eventually, to ordinary shares of the Company, in return for contributions in kind granted to the Company and consisting of capital shares or marketable securities giving access to capital when the provisions of article L. 22-10-54 of the Code of Commerce are not applicable, said shares conferring the same rights as the old shares subject to their date of enjoyment,

decides that the marketable securities thus issued may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities,

decides, as necessary, to suspend, for the benefit of the contributors of these shares or marketable securities, the shareholders' preferential right of subscription for such ordinary shares and marketable securities to be issued,

acknowledges, as necessary, that this delegation automatically involves, for the benefit of the holders of the securities and, if applicable, issued, express waiver by the shareholders of their preferential right to subscribe the shares to which these securities will grant entitlement,

decides that the total nominal amount of share capital increases likely to be carried out immediately and/or in the future, under this delegation, may not exceed 10% of the capital of the Company (as existing on the date of the operation), amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with the legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access capital,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution below,

decides to set the sum of 100 000 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation, being specified that:

- this amount will be increased, if applicable, by any redemption premium above par,
- this amount shall be charged against the overall ceiling mentioned in the twenty-ninth resolution hereafter,
- this ceiling does not apply to the debt securities referred to in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the Code of Commerce for which issue could be decided or authorised by the board under the conditions provided for in article L. 228-40 of the Code of Commerce, or in other cases, under the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the Code of Commerce,

decides 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 assembly and terminates any previous delegation having the same purpose,

decides, notwithstanding the foregoing, that the board of directors may not, unless it is with prior authorisation from the general assembly, use this delegation of authority from the time of filing by a third party of a draft public offer for the Company's shares, until the end of the offer period,

acknowledges that the Board of Directors has all powers, with the possibility of sub-delegation under the conditions provided for by law, to approve the valuation of contributions, to decide and observe completion of the capital increase remunerating the contribution operation, to allocate to the contribution premium, if applicable, all the costs and fees generated by the capital increase, to deduct from the contribution premium, if it deems it useful, the sums necessary for allocation to the legal reserve, to make the corresponding statutory amendments, to take any decision with a view to admission of the shares and marketable securities thus issued for trading on the regulated market of Euronext Paris and, in general, to do all that is necessary.

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

decides that:

- the total maximum nominal amount of the capital increases that may be carried out under the delegations conferred under the terms of 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 is set at 17,107,029 euros, being specified that this ceiling will be supplemented by the additional amount of shares to be issued in order to preserve, in accordance with legal or regulatory provisions and, where applicable, the applicable contractual provisions, the rights of security holders and other rights giving access to shares,

- the overall maximum nominal amount of debt securities that may be issued under the delegations conferred under the above resolutions is set at 100 000 000 euros (or the equivalent on the date of issue of this amount in foreign currency or in units of account established by reference to several currencies).

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

The general assembly, acting under the conditions of quorum and majority provided for in article L. 225-130 of the Code of Commerce,

having become familiar with report from the board of directors,

in accordance, notably, with the provisions of articles L. 225-129, L. 225-129-2, and L. 225-130 of the Code of Commerce,

delegates to the board of directors, with the option of sub-delegation under the conditions specified by law, its authority to decide on one or more capital increases by incorporation into the capital of premiums, reserves, profits or other, the capitalisation of which will be legally and statutorily possible and in the form of the allocation of new free shares, an increase in the nominal value of existing shares or joint use of these two processes, with such shares conferring the same rights as the old shares subject to their date of enjoyment,

decides that the total nominal amount of share capital increases likely to be carried out immediately and/or in the future maybe greater than 2 000 000 euros, amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with the legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to the shares, being specified that this ceiling is determined in an autonomous and distinct manner from the ceiling specified in the Twenty-ninth resolution above,

decides, in accordance with the provisions of article L. 225-130 of the Code of Commerce, that in the event of use by the Board of Directors of this delegation, rights made up of fractional shares will not be negotiable and that the corresponding securities will be sold, the sums from the sale being allocated to the rights holders within the period specified by regulations,

decides 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 assembly and terminates any previous delegation having the same purpose.

Thirty-first resolution

Authorisation to be given to the Board of Directors to grant options to subscribe or purchase shares of the Company

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

authorises the board of directors, within the framework of articles L. 225-177 to L. 225-185 of the Code of Commerce, to approve, during the periods authorised by law, at one or more times, for the benefit of the members of the salaried staff and/or corporate officers (or some of them) of the Company and the companies and economic interest groups linked to the Company under the conditions defined in article L. 225-180-I of said Code, options for the subscription or purchase of ordinary shares, provided that:

- the number of options granted under this authorisation shall not entitle the holder to purchase or subscribe more than 500,000 shares with a nominal value of 0.40 euros each, and
- this number shall be applied against the overall ceiling specified in the Thirty-fourth resolution hereafter,

specifies that the board of directors must, as long as the Company's shares are admitted for trading on the regulated market of Euronext Paris, in order to be able to grant stock options to the Company's directors as specified in the fourth paragraph of article L. 225-185 of the Code of Commerce, comply with the provisions of article L. 22-10-58 of the Code of Commerce,

decides that this authorisation includes, for the benefit of the beneficiaries of the subscription options, express waiver of the shareholders of their preferential right to subscribe the shares that would be issued as and when the subscription options are exercised, and will be implemented under the conditions and in the manner provided for by the law and regulations in effect on the day of granting the call or subscription options as the case may be,

decides that the purchase or subscription price per share will be set by the Board of Directors on the day the option is granted within the limits specified by law and this resolution, without being lower than the average of the trading prices for the twenty trading sessions preceding the day of the Board's decision to allocate the options, rounded to the next hundredth of a euro, nor, in the case of call options, than the average purchase price of the treasury shares held by the Company, rounded to the next hundredth of a euro,

decides that the price set for the subscription or purchase of the shares to which the options give entitlement may not be modified during the term of the options, being specified however that, if the Company were to carry out one of the operations referred to in article L. 225-181 of the Code of Commerce, it should take the necessary measures to protect the interests of the beneficiaries of options under the conditions provided for in article L. 228-99 of the Code of Commerce,

decides that, in the event that it is necessary to make the adjustment provided for in article L. 228-99 3° of the Code of Commerce, the adjustment would be made by applying the method provided for in article R. 228-91 of the Code of Commerce, being specified that the value of the preferential right of subscription as well as the value of the share before detachment of the right of subscription would be, if necessary, determined by the board according to the subscription, exchange or sale price per share retained at the time of the last transaction on the capital of the Company (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 this period, according to any other financial parameters that appear relevant to the board (and that will be validated by the Company's statutory auditors),

decides that in the event of the issue of new equity securities or new marketable securities giving access to the capital and in the event of a merger or demerger of the Company, the board may suspend, where appropriate, the exercise of the options,

sets the period of validity of the options at ten (10) years from the time they are granted, being specified, however, that this period may be reduced by the board for beneficiaries residing in a given country, to the extent that this could be necessary to comply with the law of that country,

gives all powers to the board of directors within the limits stated above to:

- determine the identity of the beneficiaries of the stock 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 give entitlement, within the limits of the above-mentioned texts, being specified that the subscription price per share must be higher than the amount of the nominal value of the share;
- ensure that the number of subscription options granted by the board is set such that the total number of subscription options granted and not yet exercised cannot grant entitlement to subscribe a number of shares exceeding one-third of the share capital;

- establish the terms of the stock option plan and set the conditions under which the options will be granted, including, in particular, the timing of exercising the options granted, which may vary according to the holders, as well as the conditions of performance of the options that could, where applicable, be granted to the Company's officers; being specified that these conditions may include clauses prohibiting the immediate resale of all or part of the shares issued when exercising the options, within the limits set by law;
- make the acquisitions of shares of the Company, if applicable, necessary for the sale of any shares to which the stock options grant entitlement;
- carry out, either by itself or by an agent, all acts and formalities to render definitive the capital increases which may be carried out under the authorisation given by this delegation;
- charge, if it deems it necessary, the costs of capital increases against the amount of the premiums relating to such increases and to deduct from this amount the sums necessary to increase the legal reserve to one tenth of the new capital after each increase;
- amend the bylaws accordingly and, generally, do whatever is necessary.

decides that the board of directors shall inform the ordinary general assembly each year about the operations carried out within the framework of this resolution,

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

Thirty-second resolution

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

in accordance with the provisions of articles L. 225-197-1 et seq. of the Code of Commerce,

authorises the board of directors to proceed, at one or more times, with the free allocation of existing or future shares, for the benefit of the Members of the Company's salaried staff, or certain categories of them, and/or its corporate officers who satisfy the conditions stated in article L. 225-197-1, II of the Code of Commerce, and for the benefit of the salaried staff 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, the board of directors, as long as the shares of the Company are admitted for trading on the regulated market of Euronext Paris, must be able to proceed with the allocation of free shares to the corporate officers who satisfy the conditions set by article L. 225-197-1, II of the Code of Commerce and comply with the provisions of article L. 225-197-6 of the Code of Commerce,

decides to set the total number of shares that may be allocated free of charge by the board of directors under this authorisation at 500,000 shares, with a nominal unit value of 0.40 euros, being specified that the total number of shares allocated free of charge (excluding shares that there is no need to take into account in accordance with applicable legal provisions) may not exceed the percentage of share capital on the date of allocation considered, set in article L. 225-1297-1 of the Code of Commerce, and that this number will be applied against the overall ceiling provided for in the Thirty-fourth resolution below,

decides that the allocation of the shares to their beneficiaries will be final, subject to fulfilling any conditions or criteria set by the board of directors, at the end of a period of at least one (1) year (the "Acquisition Period") and that the beneficiaries of these shares must, where appropriate, keep them for a period set by the board (the "Retention Period") which, combined with that of the Acquisition Period, may not be less than two (2) years,

decides, as a departure from the foregoing, that the shares will be definitively allocated before the end of the Acquisition Period in the event of disability of the beneficiary corresponding to the classification in the second and third categories provided for in article L. 341-4 of the Social Security Code,

decides that the shares allocated shall be freely transferable in the event of a request for allocation made by the heirs of a deceased beneficiary or in the event of invalidity of the beneficiary corresponding to their classification in the aforementioned categories of the Social Security Code,

decides that the duration of the Acquisition Period and the Retention Period will be set by the Board of Directors within the aforementioned limits,

observes that, in accordance with the provisions of article L. 225-197-1 of the Code of Commerce, when the allocation relates to shares to be issued, this authorisation is automatically deemed, for the benefit of the beneficiaries of the shares allocated free of charge, as waiver by the shareholders of their preferential right of subscription for the new shares issued, with the corresponding increase in capital being definitively complete due solely to definitive allocation of the shares to the beneficiaries,

observes that this decision is deemed, as necessary, as waiver by the shareholders, in favour of the recipients of free shares, of the part of the reserves, profits or premiums which, where appropriate, will be used in the event of the issue of new shares at the end of the Acquisition Period, for which all powers are delegated to the board of directors for execution,

delegates all powers to the board of directors to:

- establish the existence of sufficient reserves and, at the time of each allocation, transfer to an unavailable reserve account the sums necessary for paying in the new shares to be allocated,
- determine the identity of the beneficiaries of the allocations and the number of shares that may be allocated free of charge to each of them,
- set the conditions and, where appropriate, the criteria for the allocation of such shares,
- determine the performance conditions attached to the free shares, if any, allocated to the Company's officers,

if applicable:

- decide, when the time comes, on the capital increase(s) corresponding to the issue of any new shares allocated free of charge,
- acquire shares, if applicable, necessary for the remittance of any existing shares allocated free of charge,
- take all appropriate measures to ensure compliance with the retention obligation imposed on beneficiaries,
- and, in general, within the framework of legislation in effect, do everything that implementation of this authorisation renders necessary,

specifies that this authorisation terminates the effect of any previous authorisation having the same purpose,

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

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

delegates to the board of directors its authority to allocate a maximum number of 500,000 ordinary share purchase warrants (the "BSAs"), each granting entitlement to subscribe one ordinary share of the Company with a nominal value of 0.40 euros, being specified that this number will be applied against the overall ceiling provided for in the Thirty-fourth resolution below,

decides to suspend, for these BSAs, the shareholders' preferential right of subscription, since said BSAs may only be allocated to the following category of beneficiaries: (i) sitting members and scrutineers of the board of directors of the Company on the date of issue of the warrants who are not employees or officers of the Company or of any of its subsidiaries or (ii) persons bound by a contract for services or consultants to the Company or any of its subsidiaries or (iii) members of any committee established by the board of directors or that the board of directors could set up who do not have the status of employees or directors of the Company or one of its subsidiaries (the "Beneficiaries"),

decides, in accordance with the provisions of article L. 225-138-I of the Code of Commerce, to delegate the task to the Board of Directors of setting the list of Beneficiaries and the proportion of BSAs allocated to each Beneficiary thus designated,

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

decides to delegate to the board of directors the task of setting, for each Beneficiary, the terms and conditions for exercising the BSAs and, in particular, the issue price of the BSAs, the subscription price (including the issue premium) of the share to which each BSA will give entitlement (the "Strike Price") as set by the board of directors under the conditions specified below, and the calendar for exercising the BSAs, being specified that they must be exercised at the latest within ten (10) years of their issue and that the BSAs that have not been exercised at the end of this period of ten (10) years will be automatically null and void,

decides that the issue price of a BSA will be determined by the Board of Directors, if necessary with the assistance of an independent expert, on the day of issue of said BSA according to its characteristics,

decides that, as long as the Company's shares are admitted for trading on a regulated market or stock exchange or on the Euronext Growth market of Euronext in Paris, the strike price, which will be determined by the board of directors at the time of allocation of the BSAs, shall be at least equal to the volume-weighted average of the prices quoted at the twenty (20) trading sessions preceding the day of the decision of the board of directors to allocate BSAs,

decides that the ordinary shares thus subscribed must be fully paid up at the time of their subscription, either by payment in cash or by offsetting liquid and due receivables,

decides that the new shares remitted to the Beneficiary at the time of exercising its BSAs shall be subject to all statutory provisions and possession shall be deemed as taken on the first day of the financial year in which they were issued,

decides that BSAs shall be transferable. They will be issued in registered form and will be recorded in an account,

decides to issue 500,000 ordinary shares with a nominal value of 0.40 euros, a maximum of one of which will grant the right to exercise the issued BSAs,

specifies that, in application of the provisions of articles L. 228-91 and L. 225-132 of the Code of Commerce, this decision is deemed, as concerns the holders of BSAs, as waiver by the shareholders of their preferential right to subscribe the ordinary shares to which the BSAs grant entitlement,

recalls that, in application of article L. 228- 98 of the Code of Commerce:

- in the event of a capital reduction motivated by losses by means of a reduction in the number of shares, the rights of the holders of warrants concerning the number of shares to be received upon exercising the warrants will be reduced accordingly, as if said holders had been shareholders from the date of issue of the warrants;
- in the event of a capital reduction caused by losses by means of a decrease in the nominal value of the shares, the subscription price of the shares to which the BSAs grant entitlement will remain unchanged, and the share premium shall be increased by the amount of the decrease in the nominal value;

further **decides** that:

- in the event of a capital reduction not motivated by losses by means of a reduction in the nominal value of the shares, the subscription price of the shares to which the BSAs grant entitlement will be reduced accordingly;
- in the event of a capital reduction not motivated by losses by means of reduction in the number of shares, the holders of BSAs, if they exercise their BSAs, may request the buyback of their shares under the same conditions as if they had been shareholders at the time of the buyback by the Company of its own shares,

decides, as provided for in article L. 228-98 of the Code of Commerce, that the Company is authorised, without having to seek the authorisation of the holders of the BSAs, to modify its form and purpose,

decides that pursuant to the provisions of article L. 228-98 of the Code of Commerce, the Company is authorised to modify the rules for distribution of its profits, amortise its capital and create preference shares resulting in such modification or amortisation, subject to taking the necessary measures to maintain the rights of holders of securities granting access to the capital under the conditions defined in article L. 228-99 of the Code of Commerce,

authorises the Company to require BSA holders to buy back or reimburse their rights as provided for in article L. 208-102 of the Code of Commerce,

decides that, in the event that it is necessary to make the adjustment provided for in article L. 228-99 3° of the Code of Commerce, the adjustment would be made by applying the method provided for in article R. 228-91 of the Code of Commerce, being specified that the value of the preferential right of subscription as well as the value of the share before detachment of the right of subscription would be, if necessary, determined by the board of directors according to the subscription, exchange or sale price per share retained at the time of the last transaction on the capital of the Company (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 this period, according to any other financial parameters that appear relevant to the board (and that will be validated by the Company's statutory auditors),

decides to give full powers to the board of directors to implement this delegation, and for the purpose of:

- issuing and allocating the BSAs and determining the subscription price, the conditions of exercise and the final terms of the BSAs, in accordance with the provisions of this resolution and within the limits set in this resolution;
- determining the identity of the Beneficiaries of the BSAs as well as the number of BSAs to be assigned to each of them;
- setting the price of the share that may be subscribed by exercising a BSA under the aforementioned conditions;

- observing the number of ordinary shares issued following exercise of the BSA, proceeding with the formalities following the corresponding increases in capital and making the corresponding changes to the bylaws;
- taking all necessary measures to ensure the protection of the holders of the BSA in the event of a financial operation concerning the Company, and in accordance with legal and regulatory provisions in effect;
- in general, take all measures and carry out all useful formalities for this issue.

decides that this delegation is conferred for a period of eighteen months from this day and shall terminate any previous delegation having the same purpose.

Thirty-fourth resolution

Overall limits on the amount of issues done pursuant to the Thirty-first, Thirty-second and Thirty-third resolutions above

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the reports from the statutory auditors,

decides that the sum of (i) the shares that may be issued or acquired upon exercising the options granted under the Thirty-first resolution above, (ii) the shares that could be allocated free of charge under the Thirty-second resolution above and (iii) the shares that may be issued upon exercise of the warrants that could be issued under the Thirty-third resolution above may not exceed 500,000 shares with a nominal value of 0.40 euros each, being specified that (i) this ceiling will include the additional amount of shares to be issued to preserve, in accordance with the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to the shares and (ii) the share of corporate officers must not exceed 25% of the total envelope of authorisations granted to your board of directors by the general assembly under the terms of the above-mentioned resolutions.

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

The general assembly, deciding under the conditions of quorum and majority required for extraordinary general assemblies,

having become familiar with the report from the Board of Directors and the report from the statutory auditors,

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

delegates all powers to the board of directors to decide on the issue, at one or more times, in the proportions and at such times as it may determine, of ordinary shares or marketable securities giving access by any means, immediately and/or in the future, to ordinary shares of the Company reserved for enrolees in a company savings plan of the Company and, where applicable, companies, French or foreign, which are related to it under the conditions of article L. 225-180 of the Code of Commerce and article L. 3344-1 of the Labour Code (the "Verimatrix Group"),

decides that the total nominal amount of share capital increases likely to be carried out in application of this resolution may not exceed 1 026 242 euros, the maximum amount to which shall be added, where appropriate, the additional amount of shares to be issued to preserve, in accordance with legal or regulatory provisions and, where applicable, the applicable contractual stipulations, the rights of holders of marketable securities and other rights giving access to the shares,

decides, moreover, that the nominal amount of any increase in share capital that may be carried out in this way shall be applied against the overall ceiling provided for in the Twenty-ninth resolution above,

decides to set the sum of 1 500 000 euros (or the equivalent of this amount in case of issue in another currency) as the maximum nominal amount of debt securities that may be issued under this delegation,

decides, moreover, that the nominal amount of any issue of marketable securities representing claims granting access to the capital, which could be thus carried out shall be applied against the overall ceiling specified in the Twenty-ninth resolution above,

sets the period of validity of the delegation under this resolution at eighteen months, from the date of this assembly, being specified that this delegation terminates any previous delegation having the same purpose,

decides that the issue price of the shares or new securities giving access to the capital will be determined by the Board of Directors under the conditions stated in articles L. 3332-18 to L. 3332-23 of the Labour Code,

decides to suspend, in favour of enrolees of a company savings plan, the preferential right of subscription of shareholders to shares or marketable securities giving access by any means, immediately and/or in the future, to ordinary shares, to be issued,

decides that the board of directors shall have full powers to implement this delegation, with the option of sub-delegation under the conditions provided for by law and under the conditions specified above, in particular:

- to decide that subscriptions may be done directly or through corporate mutual funds or other structures or entities, as permitted by applicable legal or regulatory provisions,
- to determine the dates, conditions and terms of the issues that will be carried out under this resolution, and, in particular, to set the opening and closing dates of subscriptions, the dates of enjoyment, the terms of paying in of the shares and other securities granting access to the capital of the Company, to grant deadlines for paying in of the shares and, where applicable, other securities granting access to the Company capital,
- to request admission to the stock exchange for the securities created, to observe completion of the capital increases up to the amount of the shares that will actually be subscribed and to proceed with the corresponding amendment of the bylaws, to carry out, directly or by proxy, all operations and formalities related to the increases in the share capital and,
- charge, if necessary, the costs of capital increases against the amount of the premiums relating to such increases and to deduct from this amount the sums necessary to increase the legal reserve to one tenth of the new capital after each increase.