

VERIMATRIX

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

ANNUAL GENERAL MEETING OF SHAREHOLDERS ON JUNE 8, 2023

Results of voting on resolutions submitted to the shareholders

Number of shares comprising the share capital at June 8, 2023: 85 535 147

Number of shares entitled to vote: 85 308 856

Number of votes: 44 643 988

Quorum reached: 52.33% of the shares entitled to vote

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Ordinary resolutions							
First resolution Approval of the accounts for the Financial Year ended 31 December 2022	43 688 157	98.49%	671 398	1.51%	284 433	0%	Adopted
Second resolution Approval of the consolidated accounts for the Financial Year ended 31 December 2022	43 688 157	98.49%	671 398	1.51%	284 433	0%	Adopted
Third resolution Allocation of the result for the Financial Year ended 31 December 2022	44 013 494	99.28%	321 398	0.72%	309 096	0%	Adopted
Fourth resolution Examination of the agreements specified by articles L. 225-38 et seq. of the Code of Commerce	44 000 008	99.27%	321 759	0.73%	322 221	0%	Adopted
Fifth resolution Renewal of the mandate of the incumbent statutory auditor Experteia Audit	44 018 134	99.27%	325 526	0.73%	300 328	0%	Adopted
Sixth resolution Approval of the elements of the remuneration due or granted for the 2022 financial year to the president directeur général (CEO), Mr. Amedeo D'Angelo	40 469 031	91.42%	3 798 440	8.58%	376 517	0%	Adopted

	Pros		Cons		Abstention		Result
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Seventh resolution Vote on the information relating to the 2022 remuneration of corporate officers (excluding executive officers) mentioned in Article L. 22-10-9 of the Code of Commerce	42 343 490	95.67%	1 915 888	4.33%	384 610	0%	Adopted
Eighth resolution Approval of the remuneration policy of corporate officers for the 2023 financial year	42 658 118	96.37%	1 607 870	3.63%	378 000	0%	Adopted
Ninth resolution Approval of the remuneration policy of the president directeur général (CEO), Mr. Amedeo D'Angelo, for the 2023 financial year	40 246 741	91.93%	3 534 451	8.07%	862 796	0%	Adopted
Tenth resolution Authorization to be given to the board of directors for purchase by the Company of its own shares	43 529 064	97.52%	1 105 129	2.48%	9 795	0%	Adopted
Extraordinary resolutions							
Eleventh resolution Authorization to be given to the board of directors with a view to reducing the share capital by means of cancellation of shares in the context of the authorization to buy back its own shares	43 396 181	97.24%	1 233 040	2.76%	14 767	0%	Adopted
Twelfth resolution Delegation of authorization to the board of directors to increase the capital by issuing ordinary shares and/or any marketable securities, <u>with maintaining the preferential right of subscription</u>	43 643 188	97.79%	985 435	2.21%	15 365	0%	Adopted
Thirteenth resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by issuing ordinary shares and/or any marketable securities, <u>with suspension of the shareholders' preferential right of subscription by means of a public offer and with a mandatory priority period</u> (excluding offers mentioned in paragraph 1 of Article L. 411-2 of the Monetary and Financial Code)	40 225 021	90.44%	4 251 954	9.56%	167 013	0%	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Fourteenth resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by issuing ordinary shares and/or any marketable securities, <u>with suspension of the shareholders' preferential right of subscription to be issued in the context of an offer referred to in paragraph 1 of Article L. 411-2 of the Monetary and Financial Code</u>	38 764 290	87.16%	5 712 685	12.84%	167 013	0%	Adopted
Fifteenth resolution Delegation of authority to the board of directors to increase the number of shares to be issued in the event of a capital increase with or without a preferential right of subscription	38 812 558	87.39%	5 598 938	12.61%	232 492	0%	Adopted
Sixteenth resolution Authorization to grant the board of directors, in the event of the issue of shares or any marketable security giving access to the capital with suspension of the shareholders' preferential right of subscription, to set the issue price within the limit of 10% of the share capital and within the limits specified by the general assembly	38 801 938	87.34%	5 625 628	12.66%	216 422	0%	Adopted
Seventeenth resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by issuing ordinary shares and/or any marketable securities, <u>with suspension of the shareholders' preferential right of subscription, to the benefit of a category of persons satisfying the characteristics determined within the framework of setting up a financing contract with equity or bonds</u>	38 778 408	87.20%	5 692 067	12.80%	173 513	0%	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Eighteenth resolution Delegation of authority to the board with a view to increasing the capital by issuing ordinary shares or any marketable securities giving access to the capital, <u>with suspension of the shareholders' preferential right of subscription in favour of a class of persons meeting specific characteristics</u> (investors with experience in the technology sector)	38 782 091	87.21%	5 688 384	12.79%	173 513	0%	Adopted
Nineteenth resolution Delegation of authority to be granted to the board with a view to increasing the capital by issuing ordinary shares or any marketable securities granting access to the capital, <u>with suspension of the shareholders' preferential right of subscription to be issued to a category of persons satisfying the determined characteristics</u> (strategic, commercial or financial partners)	38 780 433	87.20%	5 690 042	12.80%	173 513	0%	Adopted
Twentieth 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	42 491 307	95.59%	1 958 475	4.41%	194 206	0%	Adopted
Twenty-first 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	42 262 244	95.08%	2 188 952	4.92%	192 792	0%	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Twenty-second resolution Overall limitation of the amount of issues done under the Twelfth resolution, Thirteenth resolution, Fourteenth resolution, Fifteenth resolution, Seventeenth resolution, Eighteenth resolution, Nineteenth resolution, Twentieth resolution, and Twenty-first resolution resolutions above and the Twenty-eighth resolution below	43 371 341	97.63%	1 051 766	2.37%	220 881	0%	Adopted
Twenty-third resolution Delegation of authority to be granted to the board of directors with a view to increasing the capital by incorporation of premiums, reserves, profits or other	43 136 731	96.79%	1 428 419	3.21%	78 838	0%	Adopted
Twenty-fourth resolution Authorization to be given to the board of directors to approve stock options or the purchase of stock of the Company	40 359 217	90.54%	4 216 664	9.46%	68 107	0%	Adopted
Twenty-fifth resolution Authorisation to be given for the purpose of granting existing or future shares free of charge	38 918 421	87.29%	5 666 263	12.71%	59 304	0%	Adopted
Twenty-sixth resolution Delegation of authority to the board of directors to issue and allocate warrants for the benefit of categories of persons satisfying specific characteristics	39 436 314	88.48%	5 134 367	11.52%	73 307	0%	Adopted
Twenty-seventh resolution Overall limits on the amount of issues made pursuant to the Twenty-fourth resolution, Twenty-fifth resolution and Twenty-sixth resolution above	43 423 872	97.87%	944 806	2.13%	275 310	0%	Adopted
Twenty-eighth 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	8 258 532	18.58%	36 198 537	81.42%	186 919	0%	Rejected