

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 10, 2021

Results of voting on resolutions submitted to the shareholders

Number of shares comprising the share capital at June 10, 2021: 85 535 147

Number of shares entitled to vote: 85 420 065

Number of votes: 44 003 671

Quorum reached: 51.51% of the shares entitled to vote

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Ordinary resolutions							
First resolution Approval of the statutory financial statements for the year ended December 31, 2020	43 604 297	99.13 %	384 879	0.87 %	14 495	0 %	Adopted
Second resolution Approval of the consolidated financial statements for the year ended December 31, 2020	43 604 297	99.13 %	384 879	0.87 %	14 495	0 %	Adopted
Third resolution Allocation of earnings for the year ended December 31, 2020	43 795 458	99.53 %	204 927	0.47 %	3 286	0 %	Adopted
Fourth resolution Allocation of losses recorded in the "retained earnings" account to the "share premium" account	43 746 455	99.52 %	211 389	0.48 %	45 827	0 %	Adopted
Fifth resolution Examination of the agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code	43 727 472	99.58 %	185 397	0.42 %	90 802	0 %	Adopted
Sixth resolution Renewal of the mandate of Mr. Amedeo D'Angelo as director	41 076 443	93.54 %	2 838 811	6.46 %	88 417	0 %	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Seventh resolution Renewal of the mandate of Mr. Jean Schmitt as director	41 430 507	94.87 %	2 239 866	5.13 %	333 298	0 %	Adopted
Eighth resolution Appointment of a new director, Madame Corinne Grillet	41 028 196	93.88 %	2 676 772	6.12 %	298 703	0 %	Adopted
Ninth resolution Appointment of a new director, Madame Emmanuelle Guilbart	41 028 579	93.88 %	2 672 939	6.12 %	302 153	0 %	Adopted
Tenth resolution Approval of the compensation for the year 2020 of Mr. Amedeo D'Angelo, chairman and chief executive officer	40 580 102	93.87 %	2 648 072	6.13 %	775 497	0 %	Adopted
Eleventh resolution Vote on the information relating to the 2020 compensation of corporate officers (excluding executive corporate officers) mentioned in Article L. 22-10-9 of the Commercial Code	43 330 143	98.63 %	602 068	1.37 %	71 460	0 %	Adopted
Twelfth resolution Approval of the compensation policy for corporate officers for the 2021 fiscal year	42 903 092	97.59 %	1 060 613	2.41 %	39 966	0 %	Adopted
Thirteenth resolution Approval of Mr. Amedeo D'Angelo's compensation policy for the fiscal year 2021	35 958 541	81.78 %	8 009 577	18.22 %	35 553	0 %	Adopted
Fourteenth resolution Authorization to be given for the purchase by the Company of its own shares	43 862 920	99.70 %	130 649	0.30 %	10 102	0 %	Adopted
Extraordinary resolutions							
Fifteenth resolution Authorization to be given to the board of directors in order to reduce the share capital by canceling shares as part of the authorization for the Company to buy back its own shares	42 692 286	97.04 %	1 301 283	2.96 %	10 102	0 %	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Sixteenth resolution Delegation of authority to be granted to the board of directors in order to increase the share capital by issuing ordinary shares or securities giving access to the Company's share capital with maintenance of the preferential subscription right	43 449 814	98.75 %	551 431	1.25 %	2 426	0 %	Adopted
Seventeenth resolution Delegation of authority to be granted to the board of directors in order to increase the capital by issuing ordinary shares and / or all securities, with cancellation of the shareholders' preferential subscription rights by way of public offer and deadline for mandatory priority	36 723 095	83.46 %	7 277 742	16.54 %	2 834	0 %	Adopted
Eighteenth resolution Delegation of authority to be granted to the board of directors in order to increase the share capital by issuing ordinary shares or securities giving access to the Company's share capital without preferential subscription rights for the benefit of qualified investors or a restricted circle of investors referred to II of the article L. 411-2 of the French monetary and financial code	32 835 946	74.90 %	11 004 665	25.10 %	163 060	0 %	Adopted
Nineteenth resolution Delegation of authority to be granted to the board of directors to increase the number of securities to be issued in the event of a share capital increase, with or without preferential subscription rights	33 577 556	76.31 %	10 422 721	23.69 %	3 394	0 %	Adopted
Twentieth resolution Authorization to be granted to the board of directors in the event of the issue of shares or of any security giving access to capital with removal of the preferential subscription right, to set the issue price at a maximum of 10% of the share capital and within the limits set by the general meeting	32 234 246	73.26 %	11 766 641	26.74 %	2 784	0 %	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Twenty-first resolution Delegation of authority to be granted in order to increase the share capital by issuing ordinary shares or securities giving access to the Company's share capital without preferential subscription rights for the benefit of categories of beneficiaries in the context of an equity line or bonds	32 088 266	73.19 %	11 754 015	26.81 %	161 390	0 %	Adopted
Twenty-second resolution Delegation of authority to be granted in order to increase the share capital by issuing ordinary shares or securities giving access to the Company's share capital without preferential subscription rights for the benefit of categories of persons responding to identified characteristics (investors with technology sector experience)	32 059 826	73.12	11 783 505	26.88 %	160 340	0 %	Adopted
Twenty-third resolution Delegation of authority to be granted in order to increase the share capital by issuing ordinary shares or securities giving access to the Company's share capital without preferential subscription rights for the benefit of categories of persons responding to specific characteristics (strategic, commercial or financial partners)	32 059 771	73.12 %	11 783 890	26.88 %	160 010	0 %	Adopted
Twenty-fourth resolution Delegation of authority to be granted to the board of directors to issue common shares or securities granting access to the share capital of the Company, in the event of a public offer including an exchange component initiated by the Company	37 573 397	85.40 %	6 424 835	14.60 %	5 439	0 %	Adopted
Twenty-fifth resolution Delegation of authority to be granted to the board of directors to increase the share capital, at a maximum of 10% of the share capital, in order to compensate contributions in kind of shares or securities granting access to the share capital of third-party companies, excluding a public exchange offer	41 172 777	93.57 %	2 827 480	6.43 %	3 414	0 %	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Twenty-sixth resolution Global limit on the amount of issues carried out under the Sixteenth resolution, the Seventeenth resolution, the Eighteenth resolution, the Nineteenth resolution, the Twenty-first resolution, the Twenty-second resolution, the Twenty-third resolution, the Twenty-fourth resolution, the Twenty-fifth resolution above and the Thirty-third resolution below	43 561 186	99.01 %	437 654	0.99 %	4 831	0 %	Adopted
Twenty-seventh resolution Delegation of authority to be granted to increase the capital by incorporation of premium, reserves, profits or other	42 314 151	96.17 %	1 685 841	3.83 %	3 679	0 %	Adopted
Twenty-eighth resolution Authorization to be given to the board of directors to grant free shares	35 540 298	80.77 %	8 459 544	19.23 %	3 829	0 %	Adopted
Twenty-ninth resolution Authorization to be given to grant subscription or purchase stock options	35 339 421	80.32 %	8 661 466	19.68 %	2 784	0 %	Adopted
Thirtieth resolution Delegation of authority to be granted to the board of directors for the purpose of issuing and allocating share warrants for the benefit of categories of persons meeting specific characteristics	33 862 722	76.97 %	10 131 059	23.03 %	9 890	0 %	Adopted
Thirty first resolution Overall limits on the number of issues carried out under the Twenty-eighth resolution, the Twenty-ninth resolution and the Thirtieth resolution above	40 241 695	91.46 %	3 756 005	8.54 %	5 971	0 %	Adopted
Thirty second resolution Amendment of article 19 of the articles of association "general meetings of shareholders"	43 667 267	99.29 %	314 440	0.71 %	21 964	0 %	Adopted

	Pros		Cons		Abstention		Result
	Votes	%	Votes	%	Votes	%	
Thirty third resolution Delegation of authority to be granted to the board of directors in order to increase the share capital by issuing ordinary shares or securities giving access to the Company's share capital, without preferential subscription rights, for the benefit of employees who are members of the Company savings plan	36 674 235	83.35 %	7 327 052	16.65 %	2 384	0 %	Adopted