

Biophytis

Société anonyme

With a share capital of EUR 2,198,642.03

Registered office: 14, Avenue de l'Opéra - 75001 Paris

492 002 225 RCS Paris

(the "**Company**")

NOTICE OF MEETING VALID AS CONVENING NOTICE

Shareholders of BIOPHYTIS are hereby notified that a Mixed General Meeting will be held on April 2nd 2024 at 2 p.m. CET at Sorbonne Université – 4 place Jussieu, 75005 PARIS, in order to deliberate on the agenda hereunder. Should the required quorum not be reached at the end of this first notice, a new General Meeting will be held on April 15, 2024 at 10 a.m. CET at Sorbonne Université – 4 place Jussieu, 75005 PARIS.

On an extraordinary basis:

1. Delegation of authority to the Board of Directors under the provisions of Article L. 225-129-2 of the French commercial Code to decide to issue shares and/or securities giving immediate or future access to the share capital or giving the right to a claim security with waiver of preferential subscription right and without indication of beneficiaries, by way of a public offering,
2. Delegation of authority to the Board of Directors to decide either to issue shares and/or securities giving immediate or future access to the share capital or giving the right to a debt security with preferential subscription right, or to incorporate profits, reserves or premiums into the share capital,
3. Delegation of authority to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to the share capital or giving the right to a debt security with waiver of the preferential subscription right for the benefit of categories of beneficiaries,
4. Delegation of authority to the Board of Directors to issue shares and/or securities giving immediate or future access to the share capital or giving the right to a debt security with waiver of the preferential subscription right for the benefit of a category of beneficiaries,
5. Delegation of authority to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to the share capital or giving the right to a debt security with waiver of the preferential subscription right for the benefit of a category of persons ensuring the underwriting of the Company's share capital that may result from an equity financing line,
6. Delegation of authority to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to the share capital or giving the right to a debt security with the waiver of the preferential subscription right by way of an offer to qualified investors or a restricted circle of investors within the meaning of article L. 411-2 1° of the French monetary and financial Code (private investment) and within the limit of 20% of the share capital per year,
7. Authorization to be granted to the Board of Directors to increase the number of shares and/or securities giving immediate or future access to the share capital or giving the right to a debt security in accordance with the provisions of article L. 225-135-1 of the French commercial Code, in the

event of implementation of the delegations of authority referred to in the six previous resolutions ("*over-allocation option*"),

8. Delegation of powers to the Board of Directors to proceed, within the framework of the provisions of article L. 225-129-1 of the French commercial Code, to a share capital increase with waiver of the preferential subscription right for the benefit of the Company's employees who are members of the Company Savings Plan to set up by the Company under the conditions provided for in article L. 3332-18 and following of the French labour Code,
9. Setting the overall cap on authorizations to issue shares and/or securities giving immediate or deferred access to share capital or giving entitlement to a debt security,

On an ordinary basis:

10. Authorization to be given to the Board of Directors to purchase the Company's own shares in accordance with article L. 22-10-62 of the French commercial Code,

On an extraordinary basis:

11. Authorization to be granted to the Board of Directors to reduce the Company's share capital by cancelling shares acquired under any share buyback program,
12. Authorization to be granted to the Board of Directors to reduce the Company's share capital due to losses by reducing the par value of the shares,

On an ordinary basis:

13. Powers to carry out formalities.

On an extraordinary basis:

First resolution

Delegation - Public offering with waiver of preferential subscription right

The Shareholders, deciding in accordance with the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed the report of the Board of Directors and the special reports of the Statutory Auditors on the waiver of the shareholders' preferential subscription right without indication of beneficiaries, by offering to the public of financial securities, in accordance with the provisions of articles L. 225-129 and seq. of the French commercial Code, in particular articles L. 225-129-2 to L. 225-129-6, L. 225-135, L. 225-136, L. 22-10-49, L. 228-91 to L. 228-93,

After noting that the share capital is fully paid up,

Delegate to the Board of Directors its authority, with the option of sub-delegation to the Chief Executive Officer, which may include, for the latter, the option of sub-delegating, on one or more occurrences in France or abroad, in the proportions, at the times and in the manner it considers appropriate, in euros or in a foreign currency, or in any other monetary unit established by reference to several currencies, for the issuance, on the French and / or international market, with waiver of the shareholders' preferential subscription right without indication of beneficiaries and by public offering of ordinary shares of the Company (including American Depositary Shares) and/or any other securities giving access, immediately or in the future, at any time or on a fixed date, to the share capital of the Company (whether new or existing shares), or companies that directly or indirectly own more than half of its share capital or companies in which it directly or indirectly

owns more than half of the share capital, and/or giving the right to the allocation of debt securities, by subscription either in cash or by offsetting receivables or partly in cash and partly by incorporation of reserves, profits or issuance premiums, conversion, exchange, redemption, presentation of a warrant or in any other manner, the securities representing debts may be issued with or without guarantee, in such forms, rates and conditions deemed appropriate by the Board of Directors,

It being specified that issuance of preference shares and all securities giving access to preference shares are excluded from this delegation,

Decide to set the following limits on the amounts authorized issuances in the event of use by the Board of Directors of this delegation:

- the total nominal amount of the share capital increases that may be completed, immediately and/or in the future, in accordance with this delegation, may not exceed [EUR thirty-eight million (EUR 38,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that this amount will be deducted from the limit of the overall cap on share capital increases set at the 9th resolution of this Shareholders' Meeting, to this cap shall be added, where appropriate, the par value of any ordinary shares to be contingently issued, when new financial transactions, to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of securities' holders giving access to the share capital, subscription options or rights to free allocation of shares,
- the total nominal amount of securities representing receivables on the Company that may be issued under this delegation may not exceed [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that:
 - o this amount will be deducted on the limit of the overall cap on capital increases set in the 9th resolution of the present Shareholders' Meeting,
 - o this cap will be increased, if applicable, by any redemption premium above par,
 - o this cap does not apply to debt securities whose issuance would be decided or authorized by the Board of Directors in accordance with article L. 228-40 of the French commercial Code,

Decide that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from this Shareholders' Meeting, beyond which date it will be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorization having the same purpose, to the extent of the unused part of it, except to meet obligations of any offer made under that previous authorization, which is in force as of the date of this Shareholders' Meeting, but whose settlement-delivery would not have occurred on the date of this Shareholders' Meeting.

Decide to waive, without any indication of beneficiaries, the preferential subscription right of shareholders to shares and securities that may be issued under this delegation of authority, in accordance with the provisions of article L. 225-135 of the French commercial Code,

Acknowledge and decide, as necessary, that this delegation of authority automatically entails, to the benefit of holders of securities, giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription right to the shares to which these securities give right, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Decide that:

- for share capital increases, the issuance price of the new shares will be set by the Board of Directors in accordance with the provisions of article L. 225-136 1° of the French commercial Code and must be at least equal to 75% of the volume-weighted average of the fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for the securities giving access to the share capital, including the independent warrants but with the exception of (i) the warrants attached to ordinary shares and/or (ii) the independent warrants issued simultaneously as an issuance of ordinary shares, the issuance price will be set by the Board of Directors in such a way that the sums immediately collected by the Company upon the issuance of the concerned securities, increased by the sums likely to be received subsequently by the Company for each attached share to and/or underlying the securities issued, are at least equal to the the lowest of the following three amounts:
 - o 75% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the day on which it is set, or
 - o 75% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the date of conversion, redemption or transformation into shares of each security giving access to the capital, or
 - o 75% of the lowest share price over the last fifteen (15) trading sessions preceding the date of conversion, redemption or transformation into shares of each security giving access to the capital,

and the conversion, redemption and transformation into shares of each security giving access to the share capital will be made, taking into account the par value of the said security, into a number of shares such that the amount received by the Company, for each share, is at least equal to the lowest of the three above-mentioned minimum prices:

- in the case of (i) warrants attached to ordinary shares and/or (ii) independents warrants issued in conjunction with an issue of ordinary shares, the issue price will be set by the Board of Directors in such a way that the sums immediately received by the Company on the issue of the securities in question, plus any amounts that may subsequently be received by the Company for each share attached to and/or underlying the securities issued, be at least equal to 50% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for all securities giving access to the share capital, the issue price of the shares likely to result from the exercise, conversion or exchange of such securities may, at the Board's discretion, be determined by reference to a calculation formula defined by the Board of Directors and applicable subsequent to the issue of said securities (for example, upon exercise, conversion or exchange), in which case the maximum discount be assessed, if the Board of Directors deems it appropriate for the Company, at the date on which the said formula is applied (and not on the date on which the issue price is set).

However, it is specified that if, in the course of the use of this delegation, the Company's shares were admitted to negotiations in a regulated market, the price would be set in accordance with the provisions of article L. 22-10-52 of the French commercial Code,

Specify that the transactions referred to in this resolution may be carried out at any time, including during a period of public offering period for the Company's shares, in accordance with applicable legal and regulatory provisions,

Decide that the Board of Directors shall have all the powers, with the right to sub-delegate to the Chief Executive Officer to include an ability for the Chief Executive Officer to sub-delegate, whether or not to implement this delegation, as well as the right to postpone it, when necessary, under the legal conditions as well as within the limits and conditions specified above, in order, in particular to:

- decide on share capital increase and determine securities to be issued, decide on issuance of securities giving access to debt securities and, more generally, decide on issuances within the framework of this delegation,
- decide the amount of share capital increase and, more generally, the amount of issuance in the event of an issuance of securities, the date and terms and conditions of issuances, set issuance price as well as the amount of the premium that may, if applicable, be requested at the issuance,
- set issuance price as well as the amount of premium that may, when necessary, be requested at issuance, within the limits set by this resolution,
- determine the nature and characteristics of ordinary shares and securities to be issued, decide in addition, in the case of bonds or other debt securities giving access to the Company's share capital and/or giving the right to the allocation of debt securities, whether they are subordinated or not (and, where applicable, their subordination in accordance with the provisions of article L. 228-97 of the French commercial Code), set their interest rate (in particular fixed or variable rate or zero or indexed coupon interest), their term (fixed or indefinite) as well as the other terms of the issuance (including the granting of guarantees or sureties) and amortisation, these securities could be associated with warrants giving the right to the allocation, acquisition or subscription of bonds or other debt securities or take the form of complex bonds as defined by the stock exchange authorities,
- modify, during the term of the concerned securities, the terms and conditions referred to above, in compliance with the applicable formalities,
- determine the method of payment for the ordinary shares or securities to be issued,
- determine, if applicable, the terms and conditions for the exercise of the rights attached to the ordinary shares or securities to be issued and, in particular, determine the date, even retroactively, from which the new shares (i.e. any potential underlying securities) will bear dividend rights, determine the terms and conditions for the exercise of the rights, if any, to conversion, exchange, redemption, including by delivery of assets of the Company such as shares or securities already issued by the Company, as well as any other terms and conditions of the issuance's completion,
- decide, in the event that subscriptions have not absorbed the entire issuance, (i) to limit the issuance amount to the received subscription amount, provided that this amount reaches at least three-quarters of the decided issuance and/or (ii) to freely allocate all or part of the unsubscribed securities among the persons of its choice,
- provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with legal and regulatory provisions for a maximum period of three (3) months,
- at its sole initiative, charge the issuance costs against the amount of the related premiums and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital after each share capital increase ensured,
- determine and make any adjustments to take into account the impact of transactions on the

Company's share capital, in particular in the event of a change in the nominal value of the share, a capital increase by capitalisation of reserves, a free allocation of shares, a stock division or consolidation, a distribution of reserves or of any other assets, and any depreciation of capital or other transaction relating to shareholders' equity, and determine how, if necessary, to ensure the rights of holders of securities giving access to capital will be preserved,

- acknowledge the completion of each share capital increase and decide the corresponding amendments to the articles of association,
- take all measures and decisions and carry out all formalities required for the listing of the issued securities to trading on a north American stock exchange market or on the Euronext Growth market of Euronext Paris and on any other market on which the Company's shares would then be listed,
- in general, enter into any agreement, in particular for preserving the potential rights of securities' holders giving immediate or future access to a portion of the share capital, take any measures and carry out any formalities required for the issuance, registration and financial service of securities issued pursuant to this delegation as well as for the exercise of the rights attached thereto, carry out all formalities and declarations, request any authorizations that may be necessary for the successful completion of this issuance and, in general, take all necessary measures,

Acknowledge that the final terms and conditions of the transactions executed pursuant to this delegation will be the subject of an additional report, in accordance with the requirements of articles L. 225-129-5 and R. 225-116 of the French commercial Code, which the Board of Directors will establish when it uses this delegation of authority granted to it by this Shareholders' Meeting. The Statutory Auditors will also prepare a supplementary report on this occurrence.

Second resolution

Delegation – Issuance with preferential subscription right

The Shareholders, deciding in accordance with the quorum and majority required for extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of articles L. 225-129 and seq. of the French commercial Code, including articles L. 225-129-2 to L. 225-129-6, L. 225-132 to L. 225-134, L. 22-10-49, L. 228-91 to L. 228-93,

After having acknowledged that the share capital is fully paid up,

Delegate to the Board of Directors its authority, with the option of sub-delegation to the Chief Executive Officer, which may include an option for the latter to sub-delegate, in order to decide, on one or more occurrences in France or abroad, in the proportions, at the times and in the manner deemed appropriate, in euros or in a foreign currency, or in any other monetary unit established by reference to several currencies, one or more share capital increases:

- by the issuance, on the French and/or international market, with preferential subscription rights, of ordinary shares of the Company (including American Depositary Shares) and/or any other securities including subscription warrants or independent warrant giving access, immediately or in the future, at any time or on a fixed date, to the share capital of the Company (whether new or existing shares) either free or payable, or companies which directly or indirectly own more than half of its share capital or companies in which it directly or indirectly owns more than half of the share capital, and/or giving the right to the allocation of debt securities, by subscription either in cash or by set-off, conversion, exchange, redemption, presentation of a warrant or in any other manner,
- and / or by incorporation into the share capital of all or part of the profits, reserves or premiums the capitalisation of which will be legally and statutorily possible and in the form of allocation of

free ordinary shares or increase in the par value of existing shares or by the combined use of these two methods,

It being specified that issuance of preference shares and all securities giving access to preference shares are excluded from this delegation,

Decide to set the limits of the amounts of emissions allowed in case of use by the Board of Directors of this delegation:

- The total nominal amount of capital increases that could be achieved, immediately and/or in the future, under this delegation, may not exceed [EUR thirty-eight million (EUR 38,000,000 euros)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that this amount shall be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of this Shareholders' Meeting, to this cap, shall be added, where applicable, the nominal amount of ordinary shares to be issued, if any, in the event of new financial transactions, to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of securities' holders giving access to the share capital, subscription options or rights to free allocation of shares,
- the overall nominal amount of debt securities giving access to the share capital of the Company or of the companies which directly or indirectly own more than half of its share capital or of companies in which it directly or indirectly owns more than half of the share capital, or giving entitlement to a debt security, by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, which may be issued pursuant to this delegation may not exceed [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the day of the issue, it being understood that:
 - o this amount will be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of the present Shareholders' Meeting,
 - o this cap will be increased, if applicable, by any redemption premium above par,
 - o this cap does not apply to debt securities whose issuance would be decided or authorized by the Board of Directors in accordance with article L. 228-40 of the French commercial Code,

Decide that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from the date of this meeting, beyond which it shall be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorization having the same purpose, to the extent of the unused part of it.

In the event of use by the Board of Directors of this delegation:

- decide that the issuances shall be reserved in preference to shareholders who may subscribe on an irreducible basis, in proportion to their already hold shares, under the conditions provided for in article L. 225-132 of the French commercial Code,
- acknowledge that the Board of Directors shall have the option to institute a reducible subscription right, in accordance with the provisions of article L. 225-133 of the French commercial Code,
- acknowledge and decide, as necessary, that in the event of issuance of ordinary shares and/or securities as defined above, if the subscriptions on an irreducible basis and, where applicable, on a reducible basis, have not absorbed the entire issuance, the Board of Directors may use,

under the conditions provided for by the legal and regulatory provisions and in the order that it shall determine, one and/or the other, in accordance with the conditions provided for by the legal and regulatory provisions and in the order that it shall determine:

- limit issuance to the amount of received subscriptions, it being specified that in the event of issuance of ordinary shares, the amount of subscriptions must reach at least three-quarters of the decided issuance in order for this limitation to be possible,
 - freely allocate among the persons of its choice all or part of the shares or, in the case of the securities of such securities, the issuance of which has been decided but which has not been subscribed for on an irreducible basis and, where applicable, on a reducible basis,
 - to offer to the public, by a public securities offer, all or part of the shares or, in the case of securities of such securities not subscribed for, on the French and/or international market,
- decide that the Board of Directors may, automatically and in any case, limit the decided issuance to the amount reached when the unsubscribed shares and/or securities represent less than 3% of the said issuance,
 - acknowledge and decide, as necessary, that this delegation of authority automatically entails, to the benefit of the holders of securities giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription right to the shares to which these securities entitle them, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Specify that the transactions referred to in this resolution may be executed at any time, including during a public offering period on the Company's shares, in compliance with applicable legal and regulatory provisions,

Decide that the issuance of warrants (*bons de souscription d'actions*) of the Company may be completed by subscription offer but also by free allocation to the owners of existing shares,

Decide that in the event of a free allocation of warrants (*bons de souscription d'actions*), the Board of Directors shall have the power to decide that the fractions of the allocation rights shall not be negotiable and that the corresponding securities shall be sold,

Decide that the Board of Directors shall have all powers, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, whether or not to implement this delegation, as well as the right to postpone it, as the case may be, under the legal conditions and within the limits and conditions specified above, in order, in particular, to:

- decide on share capital increase and determine securities to be issued, decide on issuance of securities giving access to debt securities and, more generally, decide on issuances within the framework of this delegation,
- decide the amount of share capital increase and, more generally, the amount of issuance in the event of issuance of securities giving access to debt securities, the date and terms and conditions of issuances, set issuance price as well as the amount of the premium, if any, that may be requested at issuance,
- determine the nature and characteristics of ordinary shares and securities to be issued, decide, in addition, in the case of bonds or other debt securities giving access to the Company's share capital and/or giving entitlement to the allocation of debt securities, whether or not they are subordinated (and, where applicable, their subordination rank in accordance with the provisions of article L. 228-97 of the French commercial Code), set their interest rate (including fixed or floating rate or zero or indexed coupon), their duration (fixed or indefinite) as well as the other

terms of the issuance (including the granting of guarantees or sureties) and amortisation, these securities could be associated with warrants giving rise to the allocation, acquisition or subscription of bonds or other debt securities or take the form of complex bonds as understood by the market regulatory authorities,

- modify, during the term of the concerned securities, the terms and conditions referred to above, in compliance with the applicable formalities,
- determine the method of payment for the ordinary shares or securities to be issued,
- determine, if applicable, the terms and conditions for the exercise of the rights attached to the ordinary shares or securities to be issued and, in particular, determine the date, even retroactively, from which the new ordinary shares (i.e. any potential underlying securities) will bear dividend rights, determine the terms and conditions for the exercise of the rights, if any, to conversion, exchange, redemption, including by delivery of assets of the Company such as shares or securities already issued by the Company, as well as any other terms and conditions regarding the issuance completion,
- provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with legal and regulatory provisions for a maximum period of three (3) months,
- at its sole initiative, charge the issuance costs against the amount of the related premiums and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital after each share capital increase,
- determine and make any adjustments to take into account the impact of transactions on the Company's share capital, in particular in the event of a change in the par value of the share, a share capital increase by incorporation of reserves, a free allocation of shares, a stock split or reverse stock split, the distribution of reserves or of all other assets, the amortization of share capital, or any other transaction affecting company's net equity, and determine the terms and conditions under which the Company will be insured, where applicable, the preservation of the rights of holders of securities giving access to share capital,
- acknowledge the completion of each share capital increase and decide the corresponding amendments to the articles of association,
- take all measures and decisions and carry out all formalities required for the listing of the issued securities on the Euronext Growth market of Euronext Paris and on any other market on which the Company's shares are then listed,
- in general, enter into any agreement, in particular for preserving the rights of any holders of securities giving immediate or future entitlement to a part of the share capital, take any measures and carry out any formalities necessary for the issuance, registration and financial service of the securities issued pursuant to this delegation as well as for the exercise of the rights attached thereto, carry out any formalities and declarations, and apply for any authorisations that may prove necessary,

Acknowledge that the final terms and conditions of the transactions pursuant to this delegation will be the subject of an additional report, in accordance with the requirements of articles L. 225-129-5 and R. 225-116 of the French commercial Code, which the Board of Directors will establish when it uses this delegation of authority granted to it by this Shareholders' Meeting. The Statutory Auditors will prepare a supplementary report on this occurrence.

Third resolution

Delegation - Issuance with waiver of preferential subscription rights to categories of beneficiaries

The Shareholders, deciding in accordance with the quorum and majority required for extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of articles L. 225-129 et seq. of the French commercial Code, in particular articles L. 225-129-2, L. 225-135, L. 225-138, L. 22-10-49, L. 228-91 to L. 228-93,

After having acknowledged that the share capital is fully paid up,

Delegate to the Board of Directors its authority, with the option of sub-delegation to the Chief Executive Officer, which may include an option for the latter to sub-delegate, in order to decide, on one or more occurrences in France or abroad, in the proportions, at the times and in the manner deemed appropriate, in euros or in a foreign currency, or in any other monetary unit established by reference to several currencies, on the issuance, on the French and / or international market, with waiver of preferential subscription rights, of ordinary shares of the Company (including American Depositary Shares) and/or any other securities giving access, immediately or in the future, at any time or on a fixed date, to the share capital of the Company (whether new or existing shares), or of companies that directly or indirectly own more than half of its share capital or companies in which it directly or indirectly owns more than half of the share capital, and/or giving the right to the allocation of debt securities, by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, the securities representing debts that may be issued with or without guarantee, in such forms, rates and conditions deemed appropriate, by the Board of Directors,

It being specified that issuance of preference shares and all securities giving access to preference shares are excluded from this delegation,

Decide, in the event of use of this delegation by the Board of Directors, to set the following limits on the amounts of authorized issuances:

- the total nominal amount of the share capital increases that may be completed, immediately and/or in the future, pursuant to this delegation, may not exceed [EUR thirty-eight million (EUR 38,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of the issuance, it being understood that this amount shall be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of this Shareholders' Meeting, to this cap shall be added, where appropriate, the par value of any ordinary shares to be issued, in the event of new financial transactions, to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to the share capital, subscription options or rights to free allocation of shares,
- the total nominal amount of debt securities giving access to the share capital of the Company or of companies which directly or indirectly own more than half of its share capital or of the companies in which it directly or indirectly owns more than half of the share capital, or giving the right to a debt security by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, which may be issued pursuant to this delegation may not exceed [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that:
 - o this amount will be deducted on the limit of the overall cap on capital increases set in the 9th resolution of the present Shareholders' Meeting,
 - o this cap will be increased, if applicable, by any redemption premium above par,
 - o this cap does not apply to debt securities whose issuance would be decided or authorized by the Board of Directors in accordance with Article L. 228-40 of the French commercial

Code,

Acknowledge and decide, as necessary, that this delegation of authority automatically entails, to the benefit of the holders of securities giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription right to the shares to which these securities give right, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Decide that this delegation of authority is granted to the Board of Directors for a period of eighteen (18) months from this meeting, beyond it shall be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorization with the same purpose, to the extent of the unused part of it.

Decide to waive shareholders' preferential subscription rights to shares, securities and debt securities that may be issued under this delegation of authority, to the benefit of the following categories of beneficiaries:

- any natural person who wishes to invest in a company in order to benefit from an income tax reduction (in accordance with the provisions of Article 199 terdecies-0 A of the CGI) or any other equivalent tax measure under equivalent foreign law in the jurisdiction in which the individual who wishes to invest would be a tax resident, for a minimum individual subscription amount in the Company of EUR 10,000 per transaction (subject to the Company's eligibility for such tax measures),
- any company which normally invests in small and medium-sized enterprises and which wishes to invest in a company in order to enable its shareholders or partners to benefit from a reduction of income tax (in accordance with the provisions of Article 199 terdecies-0 A of the CGI) or any other equivalent tax measure under equivalent foreign law in the jurisdiction in which the shareholders or partners are tax residents, for a minimum individual subscription amount in the Company of EUR 20,000 per transaction (subject to the Company's eligibility for these tax measures),
- investment funds investing on a regular basis in small and medium-sized companies and wishing to invest in a company in order to enable the subscribers of their shares to benefit from a reduction of income tax (in accordance with the provisions of article 199 terdecies-0 A of the CGI) or any other equivalent tax measure under equivalent foreign law in the jurisdiction in which subscribers are tax residents, for a minimum individual subscription amount in the Company of EUR 20,000 per transaction (subject to the Company's eligibility for these tax measures),
- French or foreign companies, investment companies and investment funds, collective investment undertakings, bodies, institutions or entities in any form, investing mainly in so-called growth companies (i.e. unlisted or whose market capitalization does not exceed 500 million euros) whatever they may be, including mutual funds in innovation ("**FCPI**"), venture capital mutual funds ("**FCPR**") and local investment funds ("**FIP**"), with their head office or management company in the European Union, the United States, China or Japan, for a minimum individual subscription amount of EUR 50.000 (including issue premium),
- any legal or natural person under French or foreign law involved in the healthcare, biotechnology and/or pharmaceutical sectors that has concluded or is about to conclude with the Company a scientific and/or industrial and/or commercial partnership agreement of substantial impact for the Company activity, and/or any holder of the titles of a legal person under French law or foreign law active in the healthcare, biotechnology and/or pharmaceutical sectors that has agreed to transfer its securities of this legal entity to the Company as part of or not a scientific and/or industrial and/or commercial partnership agreement of substantial scope for the Company's business,
- industrial or commercial companies, investment companies and investment funds, collective

investment undertakings, bodies, institutions or entities, regardless of their form, French or foreign, regularly investing in the health sector, the biotechnological and/or pharmaceutical sector, for a minimum individual subscription amount of EUR 20,000 (including the issuance premium),

- French or foreign companies, investment companies and investment funds, collective investment undertakings, bodies, institutions or entities in any form, that may invest in French companies listed on the Euronext, Euronext Access or Euronext Growth markets or on any other regulated and/or regulated market and that specialise in structured bond issuance for small or medium-sized companies,
- any financial institution, public body, development bank, French or European sovereign fund or any institution attached to the European Union wishing to grant funds to small and medium-sized companies and whose investment conditions may include all or part of an investment in equity and/or in the form of securities giving immediate or future access to share capital,
- managers, directors and/or executive employees of the Company wishing to invest concurrently with beneficiaries mentioned by the above categories,
- creditors holding liquid, certain and payable debts, on the Company who have expressed their wish to have their debt converted into the Company's securities and for which the Board of Directors of the Company would consider it appropriate to compensate their debt with the Company's securities (being specified, for all intents and purposes, that any trust put in place by the Company in connection with the restructuring or redemption of its debts and any price receivable in connection with an acquisition of securities by the Company fall in the scope of this category), and
- French or foreign investment service providers who can guarantee such a transaction, in accordance with the provisions of article L. 411-2 of the French monetary and financial Code for French investors (qualified investors within the meaning of article 2 of the Regulation (EU) No. 2017/1129 of 14 June 2017 and a limited circle of investors within the meaning of Article D. 411-4 of the French monetary and financial Code) and equivalent provisions for foreign investors.

it being understood that the Board of Directors shall determine the precise list of beneficiaries of such issuances of ordinary shares and/or reserved securities, within such categories of beneficiaries as well as the number of shares to be allocated to each of them,

Decide that:

- for share capital increases, the issuance price of the new shares will be set by the Board of Directors and must be at least equal to 75% of the volume-weighted average of the fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for securities giving access to the share capital, including independent warrants but with the exception of (i) the warrants attached to ordinary shares and/or (ii) the independent warrants issued simultaneously as an issuance of ordinary shares, the issuance price shall be set by the Board of Directors in such a way that the sums immediately received by the Company upon issuance of the concerned securities, increased by the sums likely to be received subsequently by the Company for each share attached to and/or underlying the securities issued, are at least equal to the lowest price between the following three amounts:
 - o 75% of the volume-weighted average of the prices for the last fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the day on which it is set, or

- 75% of the volume-weighted average of the prices for the last fifteen (15), ten (10) or five (5) last trading days (according to the Board's assessment) preceding the date of the conversion, redemption and conversion into shares of each equity offering access to the share capital, or
- 75% of the lowest of the stock market prices over the last fifteen (15) trading days preceding the date of conversion, redemption and transformation into shares of each security giving access to the share capital,

and the conversion, redemption and transformation into shares of each security giving access to the share capital shall, taking into account the nominal value of the said security, be made into a number of shares such that the amount received by the Company, for each share, is at least equal to the lowest price between the three amounts referred to above,

- for (i) warrants attached to ordinary shares and/or (ii) independent warrants issued in conjunction with an issue of ordinary shares, the issue price will be set by the Board of Directors in such a way that the sums immediately received by the Company on the issue of the securities in question, plus any amounts that may subsequently be received by the Company for each share attached to and/or underlying the securities issued, be at least equal to 50% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for all securities giving access to the share capital, the issuance price of shares likely to result from their exercise, conversion or exchange may, as the case may be, be set, at the discretion of the Board of Directors, by reference to a calculation formula defined by it and applicable after issuance of such securities (for instance, when they are exercised, converted or exchanged) in which case the above maximum discount may be assessed, if the Board of Directors considers it appropriate for the Company, on the date of application of the said formula (and not on the date of fixing the issuance price).

Decide that the new shares issued in connection with the share capital increases shall be fully assimilated to the existing shares and subject to all provisions of the articles of association and decisions of the shareholders' meetings,

Specify that the transactions referred to in this resolution may be completed at any time, including during a public offering period of the Company's shares, in compliance with applicable legal and regulatory provisions,

Decide that the Board of Directors shall have all powers, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, whether or not to implement this delegation, as well as the right to postpone it, as the case may be, under the legal conditions and within the limits and conditions specified above, in order, in particular, to:

- decide on the share capital increase and determine securities to be issued, decide on issuance of securities giving access to debt securities and, more generally, decide on issuances within the framework of this delegation,
- decide the amount of share capital increase and, more generally, the amount of issuance in the event of issuance of securities giving access to debt securities, the date and terms of share capital increase and the issuances,
- set issuance price as well as the amount of premium that may, as the case may be, be requested at issuance, within the limits set by this resolution,
- determine the nature and characteristics of ordinary shares and/or securities to be issued, decide in

addition, in the case of bonds or other debt securities giving access to the Company's share capital and/or giving entitlement to the allocation of debt securities, whether or not they are subordinated (and, as the case may be, their subordination rank in accordance with the provisions of article L. 228-97 of the French commercial Code), set their interest rates (in particular fixed or variable rate or zero or indexed coupon), their duration (fixed or indefinite) as well as the other terms and conditions of the issuance (including the granting of guarantees or sureties) and their amortisation, these securities could be associated with warrants giving the right to the allocation, acquisition or subscription of bonds or other debt securities or take the form of complex bonds as defined by the stock exchange authorities,

- modify, during the term of the concerned securities, the terms and conditions referred to above, in compliance with the applicable formalities,
- decide, in the event that subscriptions have not absorbed the entire issuance, to limit the issuance amount to the received subscription amount, provided that this amount reaches at least three-quarters of the decided issuance,
- determine the method of payment of the ordinary shares or securities giving access to the share capital to be issued,
- determine, if applicable, the terms and conditions for the exercise of the rights attached to the ordinary shares or securities to be issued and, in particular, determine the date, even retroactively, from which the new shares (i.e. any potential underlying securities) will bear dividend rights, determine the terms and conditions for the exercise of the rights, if any, to conversion, exchange, redemption, including by delivery of assets of the Company such as shares or securities already issued by the Company, as well as any other terms and conditions of the issuance's completion,
- provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with legal and regulatory provisions for a maximum period of three (3) months,
- at its sole initiative, charge the issuance costs against the amount of the related premiums and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital after each share capital increase ensured,
- determine and make any adjustments to take into account the impact of transactions on the Company's share capital, in particular in the event of a change in the par value of the share, a share capital increase by incorporation of reserves, a free allocation of shares, a stock split or reverse stock split, the distribution of reserves or of all other assets, the amortization of share capital, or any other transaction affecting company's net equity, and determine the terms and conditions under which the Company will be insured, as the case may be, the preservation of the holders of securities giving access to the share capital,
- acknowledge the completion of each share capital increase and make the corresponding amendments to the articles of association,
- take all the measures and decisions and carry out all formalities required for the listing of the securities thus issued on the Euronext Growth market of Euronext Paris and on any other market on which the Company's shares are then listed,
- in general, enter into any agreement, in particular for preserving the potential rights of any holders of securities giving immediate or future entitlement to a part of the share capital, take any measures and carry out any formalities required for the issuance, registration and financial service of the securities issued pursuant to this delegation as well as for the exercise of the rights attached thereto, carry out any formalities and declarations, and request any authorisations that may prove necessary to the successful completion of this issuance and, in general, do what is necessary.

Acknowledge that the final terms and conditions of the transactions completed pursuant to this delegation will be the subject of an additional report, in accordance with the requirements of articles L. 225-129-5 and R. 225-116 of the French commercial Code, which the Board of Directors will establish when it uses this delegation of authority granted to it by this Shareholders' Meeting. The Statutory Auditors will also prepare a supplementary report on this occurrence.

Fourth resolution

Delegation - Issuance with waiver of preferential subscription rights to a category of beneficiaries

The Shareholders, deciding in accordance with the quorum and majority required for extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of articles L. 225-129 et seq. of the French commercial Code, in particular articles L. 225-129-2, L. 225-135, L. 225-138, L. 22-10-49, L. 228-91 to L. 228-93,

After having acknowledged that the share capital is fully paid up,

Delegate to the Board of Directors its authority, with the ability to sub-delegate to the Chief Executive Officer, which may include an option for the latter to sub-delegate, to proceed, in one or more times in France or abroad, in proportions, times and according to the terms it will appreciate, in euros or foreign currency, or in any other monetary unit established by reference to several currencies, on the issue, on the French and/or international market, with the removal of the preferential right of subscription, of ordinary shares of the Company (particularly in the form of American Depositary Shares) and/or any other securities that provide immediate or term access, at any time or fixed date, to the Company's capital (whether new or existing shares), or to companies that directly or indirectly own more than half of its capital or companies of which it directly or indirectly owns more than half of the capital, and/or entitling the award of debt securities, either by subscription either in cash or by clearing of receivables, conversion, exchange, redemption, presentation of a good or in any other way, securities representative of receivables that may be issued with or without collateral, in the forms, rates and conditions that the Board of Directors deems appropriate,

It being specified that issuance of preference shares and all securities giving access to preference shares are excluded from this delegation,

Decide, in the event of use of this delegation by the Board of Directors, to set the following limits on the amounts of authorized issuances:

- The total nominal amount of share capital increases that could be carried out, immediately and/or in the future, pursuant to this delegation, may not exceed [EUR thirty-eight million (EUR 38,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of the issuance, it being understood that this amount shall be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of this Shareholders' Meeting, to this cap shall be added, where appropriate, the par value of any ordinary shares to be issued, in the event of new financial transactions, to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to the share capital, subscription options or rights to free allocation of shares,
- the total nominal amount of debt securities giving access to the share capital of the Company or of companies which directly or indirectly own more than half of its share capital or of the companies in which it directly or indirectly owns more than half of the share capital, or giving the right to a debt security by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, which may be issued pursuant to this delegation may not exceed [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several

currencies on the date of issuance, it being understood that:

- this amount will be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of this Shareholders' Meeting,
- this cap will be increased, if applicable, by any redemption premium above par,
- this cap does not apply to debt securities whose issuance would be decided or authorized by the Board of Directors in accordance with article L. 228-40 of the French commercial Code,

Acknowledge and decide, as necessary, that this delegation of authority automatically entails, to the benefit of the holders of securities giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription right to the shares to which these securities give right, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Decide that this delegation of authority is granted to the Board of Directors for a period of eighteen (18) months from this meeting, the date beyond which it will be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorization with the same purpose, to the extent of the unused part of it.

Decide to waive shareholders' preferential subscription rights to shares, securities and debt securities that may be issued under this delegation of authority, to the benefit of the following category of beneficiaries:

- any natural or legal person to which titles must be awarded in accord to any decision, order, injunction and instruction of a competent jurisdiction, having enforceable force,

It being understood that the Board of Directors will set a precise list of beneficiaries of such issuance of ordinary shares and/or reserved securities within such categories of beneficiaries and the number of securities to be allocated to each of them,

Decide that:

- for capital increases, the issuance price of new shares will be set by the Board of Directors and must be at least equal to 75% of the volume-weighted average of the fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for securities giving access to the share capital, including independent warrants but with the exception of (i) the warrants attached to ordinary shares and/or (ii) the independent warrants issued simultaneously as an issuance of ordinary shares, the issuance price shall be set by the Board of Directors in such a way that the amounts immediately collected by the Company upon issuance of the concerned securities, increased by the sums likely to be received subsequently by the Company for each share attached to and/or underlying the securities issued, are at least equal to the lowest price between the following three amounts:
 - 75% of the volume-weighted average of the prices for the last fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the date on which it is set, or
 - 75% of the volume-weighted average of the trading prices over the last fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the date of the conversion, redemption and transformation into shares of each equity offering access to the share capital, or

- 75% of the lowest stock market prices over the last fifteen (15) trading sessions preceding the date of conversion, redemption and transformation into shares of each security giving access to share capital,

and the conversion, redemption and transformation into shares of each security giving access to the share capital shall, taking into account the nominal value of the said security, be made into a number of shares such that the amount received by the Company, for each share, is at least equal to the lowest price between the three amounts referred to above,

- for (i) warrants attached to ordinary shares and/or (ii) independent warrants issued in conjunction with an issue of ordinary shares, the issue price will be set by the Board of Directors in such a way that the sums immediately received by the Company on the issue of the securities in question, plus any amounts that may subsequently be received by the Company for each share attached to and/or underlying the securities issued, be at least equal to 50% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for all securities giving access to the share capital, the issuance price of shares likely to result from their exercise, conversion or exchange may, as the case may be, be set, at the discretion of the Board of Directors, by reference to a calculation formula defined by it and applicable after issuance of such securities (for instance, when they are exercised, converted or exchanged) in which case the above maximum discount may be assessed, if the Board of Directors considers it appropriate for the Company, on the date of application of the said formula (and not on the date of fixing the issuance price).

Decide that the new shares issued in connection with the share capital increases shall be fully assimilated to the existing shares and subject to all provisions of the articles of association and decisions of the shareholders' meetings,

Specify that the transactions referred to in this resolution may be completed at any time, including during a public offering period of the Company's shares, in compliance with applicable legal and regulatory provisions,

Decide that the Board of Directors shall have all powers, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, whether or not to implement this delegation, as well as the right to postpone it, as the case may be, under the legal conditions and within the limits and conditions specified above, in order, in particular, to:

- decide on the share capital increase and determine securities to be issued, decide on issuance of securities giving access to debt securities and, more generally, decide on issuances within the framework of this delegation,
- decide the amount of share capital increase and, more generally, the amount of issuance in the event of issuance of securities giving access to debt securities, the date and terms of share capital increase and the issuances,
- set issuance price as well as the amount of premium that may, as the case may be, be requested at issuance, within the limits set by this resolution,
- determine the nature and characteristics of ordinary shares and/or securities to be issued, decide in addition, in the case of bonds or other debt securities giving access to the Company's share capital and/or giving entitlement to the allocation of debt securities, whether or not they are subordinated (and, as the case may be, their subordination rank in accordance with the provisions of article L. 228-97 of the French commercial Code), set their interest rates (in particular fixed or variable rate or zero or indexed coupon), their duration (fixed or indefinite) as well as the other terms and conditions of the issuance (including the granting of guarantees or sureties) and their amortisation, these securities

could be associated with warrants giving the right to the allocation, acquisition or subscription of bonds or other debt securities or take the form of complex bonds as defined by the stock exchange authorities,

- modify, during the term of the concerned securities, the terms and conditions referred to above, in compliance with the applicable formalities,
- decide, in the event that subscriptions have not absorbed the entire issuance, to limit the issuance amount to the received subscription amount, provided that this amount reaches at least three-quarters of the decided issuance,
- determine the method of payment of the ordinary shares or securities giving access to the share capital to be issued,
- determine, if applicable, the terms and conditions for the exercise of the rights attached to the ordinary shares or securities to be issued and, in particular, determine the date, even retroactively, from which the new shares (i.e. any potential underlying securities) will bear dividend rights, determine the terms and conditions for the exercise of the rights, if any, to conversion, exchange, redemption, including by delivery of assets of the Company such as shares or securities already issued by the Company, as well as any other terms and conditions of the issuance's completion,
- provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with legal and regulatory provisions for a maximum period of three (3) months,
- at its sole initiative, charge the issuance costs against the amount of the related premiums and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital after each share capital increase ensured,
- determine and make any adjustments to take into account the impact of transactions on the Company's share capital, in particular in the event of a change in the par value of the share, a share capital increase by incorporation of reserves, a free allocation of shares, a stock split or reverse stock split, the distribution of reserves or of all other assets, the amortization of share capital, or any other transaction affecting company's net equity, and determine the terms and conditions under which the Company will be insured, as the case may be, the preservation of the holders of securities giving access to the share capital,
- acknowledge the completion of each share capital increase and make the corresponding amendments to the articles of association,
- take all the measures and decisions and carry out all formalities required for the listing of the securities thus issued on the Euronext Growth market of Euronext Paris and on any other market on which the Company's shares are then listed,
- in general, enter into any agreement, in particular for preserving the potential rights of any holders of securities giving immediate or future entitlement to a part of the share capital, take any measures and carry out any formalities required for the issuance, registration and financial service of the securities issued pursuant to this delegation as well as for the exercise of the rights attached thereto, carry out any formalities and declarations, and request any authorisations that may prove necessary to the successful completion of this issuance and, in general, do what is necessary.

Acknowledge that the final terms and conditions of the transactions completed pursuant to this delegation will be the subject of an additional report, in accordance with the requirements of articles L. 225-129-5 and R. 225-116 of the French commercial Code, which the Board of Directors will establish when it uses this delegation of authority granted to it by this Shareholders' Meeting. The Statutory Auditors will also prepare a supplementary report on this occurrence.

Fifth resolution

Delegation - Issuance with waiver of preferential subscription rights to a category of persons underwriting the Company's equity securities likely to result therefrom from an equity financing line

The Shareholders, deciding in accordance with the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed of the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of articles L. 225-129 et seq. of the French commercial Code, in particular articles L. 225-129-2, L. 225-135, L. 225-138, L. 22-10-49, L. 228-91 to L. 228-93,

After having acknowledged that the share capital is fully paid up,

Delegate to the Board of Directors its authority, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's option to sub-delegate, for the purpose of proceeding order to decide, on one or more occurrences in France or abroad, in the proportions, at the times and in the manner deemed appropriate, in euros or in a foreign currency, or in any other monetary unit established by reference to several currencies, or the issuance, on the French and/or international market, with waiver of preferential subscription rights, of ordinary shares of the Company (including American Depositary Shares) and/or any other securities giving access, immediately or in the future, at any time or on a fixed date, to the share capital of the Company (whether new or existing shares), or to companies which directly or indirectly own more than half of its share capital or companies in which it directly or indirectly owns more than half of the share capital, and/or giving the right to the allocation of debt securities, by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, the transferable securities representing debts may be issued with or without guarantee, in such forms, rates and conditions deemed appropriate by the Board of Directors,

It being specified that the issuance of preference shares and all securities giving access to preference shares are excluded from this delegation,

Decide, in the event of use of this delegation by the Board of Directors, to set the following limits on the amounts of authorized issuances:

- The total nominal amount of share capital increases that may be carried out, immediately and/or in the future, by virtue of this delegation, may not exceed [EUR thirty-eight million (EUR 38,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that this amount shall be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of this Shareholders' Meeting, to this cap shall be added, where applicable, the par value of any ordinary shares to be issued, in the event of new financial transactions, to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to the share capital, subscription options or rights to free allocation of shares,
- the total nominal amount of debt securities giving access to the share capital of the Company or of companies which directly or indirectly own more than half of its share capital or of companies in which it directly or indirectly owns more than half of the share capital, or giving the right to a debt security by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, that may be issued pursuant to this delegation may not exceed [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that:
 - o this amount will be deducted on the limit of the overall cap on share capital increases set in the 9th resolution of the present Shareholders' Meeting,

- this cap will be increased, if applicable, by any redemption premium above par,
- this cap does not apply to debt securities whose issuance would be decided or authorized by the Board of Directors in accordance with article L. 228-40 of the French commercial Code,

Acknowledge and decide, as necessary, that this delegation of authority automatically entails, in favour of the holders of securities giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription rights to the shares to which these securities give right, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Decide that this delegation of authority is granted to the Board of Directors for a period of eighteen (18) months from the date of this meeting, beyond which it will be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorization with the same purpose, to the extent of the unused part.

Decide to waive the shareholders' preferential subscription right to shares, securities and debt securities that may be issued under this delegation of authority, to the benefit of categories of persons as follows:

- any bank or credit institution, any investment service provider or member of an investment banking syndicate or any investment fund, French or foreign, committing to guarantee (underwriting) the completion of share capital increases or other issuances likely to lead to one or more future share capital increases pursuant to this delegation as part of the establishment of an equity financing line,

it being understood that the Board of Directors will determine a precise list of beneficiaries of this or these issues of ordinary shares and/or reserved securities within that or those categories of beneficiaries and the number of securities to be allocated to each of them,

Acknowledge and decide, as necessary, that this delegation of authority automatically entails, in favour of the holders of securities giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription right to the shares to which these securities give right, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Decide that:

- for share capital increases, the issuance price of new shares will be set by the Board of Directors and must be at least 75% of the volume-weighted average of the fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for securities giving access to share capital, including independent warrants but with the exception of (i) the warrants attached to ordinary shares and/or (ii) the independent warrants issued simultaneously as an issuance of ordinary shares, the issuance price shall be set by the Board of Directors in such a way that the sums immediately collected by the Company at the time of the issuance of the concerned securities, increased by the sums likely to be received subsequently by the Company for each share attached and/or underlying the securities issued, are at least equal to the lowest price between the following three amounts:
 - 75% of the volume-weighted average of the trading prices for the last fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the date on which it is set, or
 - 75% of the volume-weighted average of the trading prices for the last fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the date

of conversion, redemption and transformation into shares of each equity offering access to share capital, or

- o 75% of the lowest stock market prices in the last fifteen (15) trading days preceding the date of conversion, redemption and transformation into shares of securities giving access to share capital,

and the conversion, redemption and transformation into shares of each security giving access to the share capital shall, taking into account the nominal value of the said security, be made into a number of shares such that the amount received by the Company, for each share, is at least equal to the lowest price between the three amounts referred to above,

- for (i) warrants attached to ordinary shares and/or (ii) independent warrants issued in conjunction with an issue of ordinary shares, the issue price will be set by the Board of Directors in such a way that the sums immediately received by the Company on the issue of the securities in question, plus any amounts that may subsequently be received by the Company for each share attached to and/or underlying the securities issued, be at least equal to 50% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for all securities giving access to the share capital, the issuance price of shares likely to result from their exercise, conversion or exchange may, as the case may be, be set at the discretion of the Board of Directors, by reference to a calculation formula defined by the Board of Directors and applicable after issuance of the said securities (for example, at the time of their exercise, conversion or exchange) in which case the aforementioned maximum discount may be assessed, if the Board of Directors considers it appropriate for the Company, on the date of application of the said formula (and not on the date of fixing the issuance price).

Decide that the new shares issued in connection with the share capital increases shall be fully assimilated to the existing shares and subject to all provisions of the articles of association and decisions of the shareholders' meetings,

Specify that the transactions referred to in this resolution may be carried out at any time, including during a public offering period of the Company's shares, in compliance with applicable legal and regulatory provisions,

Decide that the Board of Directors shall have all powers, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, whether or not to implement the present delegation, as well as the right to postpone it, as the case may be, under the legal conditions and within the limits and conditions specified above, in order, in particular, to:

- decide on share capital increase and determine securities to be issued, decide on issuance of securities giving access to debt securities and, more generally, decide on issuances within the framework of this delegation,
- decide the amount of share capital increase and, more generally, the amount of issuance in the event of issuance of securities giving access to debt securities, the date and terms of the share capital increase and issuances,
- set issuance price and the amount of premium, if any, that may be requested at issuance, within the limits set by this resolution,
- determine the nature and characteristics of ordinary shares and/or securities to be issued, decide in addition, in the case of bonds or other debt securities giving access to the Company's share capital and/or giving entitlement to the allocation of debt securities, whether or not they are subordinated

(and, where applicable, their subordination rank in accordance with the provisions of article L. 228-97 of the French Commercial Code), set their interest rates (notably fixed or variable rate or zero or indexed coupon interest), their duration (fixed or indefinite) as well as the other terms and conditions of the issuance (including the fact of granting them guarantees or sureties) and their amortisation, these securities could be accompanied by warrants giving the right to the allocation, acquisition or subscription of bonds or other debt securities or take the form of complex bonds as defined by the stock exchange authorities,

- modify, during the term of the concerned securities, the terms and conditions referred to above, in compliance with the applicable formalities,
- decide, in the event that subscriptions have not absorbed the entire issuance, to limit the share capital increase amount to the received subscription amount, provided that this amount reaches at least three-quarters of the decided issuance,
- determine the method of payment of the ordinary shares or securities giving access to the share capital to be issued,
- determine, if applicable, the terms and conditions for the exercise of the rights attached to the ordinary shares or securities to be issued and, in particular, determine the date, even retroactively, from which the new shares (i.e. any potential underlying securities) will bear dividend rights, determine the terms and conditions for the exercise of the rights, if any, to conversion, exchange, redemption, including by delivery of assets of the Company such as shares or securities already issued by the Company, as well as any other terms and conditions of the issuance,
- provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with legal and regulatory provisions for a maximum period of three (3) months,
- at its sole initiative, charge the issuance costs against the amount of the related premiums and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital after each share capital increase,
- determine and make any adjustments to take into account the impact of transactions on the Company's share capital, in particular in the event of a change in the par value of the share, a capital increase by incorporation of reserves, a free allocation of shares, a stock split or reverse stock split, the distribution of reserves or of all other assets, the amortisation of the share capital, or any other transaction affecting company's net equity, and determine the terms and conditions under which according to which, where applicable, the rights of holders of securities giving access to share capital will be safeguarded,
- acknowledge the completion of each share capital increase and make the corresponding amendments to the articles of association,
- take all measures and decisions and carry out all formalities required for the admission of the securities thus issued to listing on the Euronext Growth market of Euronext Paris and on any other market on which the Company's shares are then listed,
- in general, enter into any agreement, in particular for preserving the potential rights of any holders of securities giving immediate or future entitlement to a portion of the share capital, take any measures and carry out any formalities necessary for the issuance, registration and financial servicing of the securities issued pursuant to this delegation as well as for the exercise of the rights attached thereto, carry out any formalities and declarations, and request any authorizations that may be necessary for the completion and successful completion of this issuance and, in general, take all necessary measures

Acknowledge that the final terms and conditions of the transactions pursuant to this delegation will be the subject of an additional report, in accordance with the requirements of articles L. 225-129-5 and R. 225-116 of the French commercial Code, which the Board of Directors will establish when it uses this delegation of authority granted to it by this Shareholders' Meeting. The Statutory Auditors will also prepare a supplementary report on this occurrence.

Sixth resolution

Delegation - Private placement

The Shareholders, deciding in accordance with the quorum and majority required for extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special reports, in accordance with the provisions of articles L. 225-129 et seq. of the French commercial Code, in particular articles L. 225-129-2, L. 225-135, L. 225-136, L. 22-10-49, L. 228-91 to L. 228-93 and article 411-2 of the French monetary and financial Code,

After having acknowledged that the share capital is fully paid up,

Delegate to the Board of Directors its authority, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's option to sub-delegate, in order to decide, on one or more occurrences in France or abroad, in the proportions, at the times and in the manner it deems appropriate, in euros or in a foreign currency, or in any other monetary unit established by reference to several currencies, issuance of, on the French and/or international market, with waiver of the preferential subscription right of shareholders without indication of beneficiaries, by an offer referred to in article L.411-2 1° and 3° the French monetary and financial Code (private placement) (i.e. an offer which is addressed exclusively (i) to a limited circle of investors acting for their own account or to qualified investors or (ii) to persons or entities which are already members of the company issuing the equity securities or shares being offered), ordinary shares of the Company (including American Depositary Shares) and/or any other securities giving access, immediately or in the future, at any time or on a fixed date, to the share capital of the Company (whether new or existing shares), or companies that directly or indirectly own more than half of its share capital or companies in which it directly or indirectly owns more than half of the share capital, issued for consideration or free of charge, and/or giving the right to the allocation of debt securities, by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, the transferable securities representing debts that may be issued with or without guarantee, in such forms, rates and conditions deemed appropriate by the Board of Directors,

It being specified that issuance of preference shares and of all securities giving access to preference shares are excluded from this delegation,

Decide to set the following limits on the amounts of authorized issuances in the event of use by the Board of Directors of this delegation:

- the total nominal amount of the share capital increases, immediately and/or in the future, by virtue of this delegation, may not exceed [EUR thirty-eight million (EUR 38,000,000)] or the equivalent in any other currency or currency unit established by reference to several currencies on the day of issuance, given that the total nominal amount of these share capital increases (i) will not exceed the limits set by the regulations applicable to the day of issuance, i.e. 20% of the capital per year (appreciated at the date of the implementation of this delegation) and (ii) will be deducted from the limit of the overall cap for share capital increases set in the 9th resolution of this Shareholders' Meeting, to this cap shall be added, as the case may be, the nominal amount of ordinary shares to be issued, if any, in the event of new financial transactions, in order to preserve, in accordance with legal and regulatory provisions and, as the case may be, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to the share capital, subscription options or rights to free

allocation of shares,

- the total nominal amount of debt securities giving access to the share capital of the Company or of companies which directly or indirectly own more than half of its share capital or of companies in which it directly or indirectly owns more than half of the share capital, or giving the right to a debt security, by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or in any other manner, that may be issued pursuant to this delegation may not exceed [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, it being understood that:
 - o this amount shall be deducted on the limit of the overall cap on share capital increases set in the 9th resolution of the present Shareholders' Meeting,
 - o this limit will be increased, if applicable, by any redemption premium above par,
 - o this cap does not apply to debt securities whose issuance would be decided or authorized by the Board of Directors in accordance with article L. 228-40 of the French commercial Code,

Decide that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from this Shareholders' Meeting, the date beyond which it will be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorization with the same purpose, to the extent of the unused part.

Decide to waive, without indication of beneficiaries, the preferential subscription rights of shareholders to shares and securities that may be issued under this delegation of authority, in accordance with the provisions of Article L. 225-135 of the French commercial Code,

Decide that issuances pursuant to this resolution may be decided by offers (i) to a limited circle of investors acting on their own account or to qualified investors or (ii) to persons or entities that are already shareholders of the company issuing the equity securities within the meaning of Article L. 411-2 1° and 3° of the French monetary and financial Code,

Acknowledge and decide, as necessary, that this delegation of authority automatically entails, in favor of the holders of securities giving immediate or future access to the Company's share capital, the express waiver by the shareholders of their preferential subscription rights to the shares to which these securities give right, in accordance with the provisions of article L. 225-132 of the French commercial Code,

Decide that:

- for share capital increases, the issuance price of the new shares will be set by the Board of Directors in accordance with the provisions of article L. 225-136 1° of the French commercial Code and must be at least equal to 75% of the volume-weighted average of the fifteen (15), ten (10) or five (5) last trading sessions (according to the Board's assessment) preceding the date on which it is set,
- for securities giving access to the share capital, including independent warrants but with the exception of (i) the warrants attached to ordinary shares and/or (ii) the independent warrants issued simultaneously as an issuance of ordinary shares, issuance price shall be set by the Board of Directors in such a way that the sums immediately received by the Company upon issuance of the concerned securities, increased by the sums likely to be received subsequently by the Company for each share attached to and/or underlying the securities issued, are at least equal to the lowest price between the following three amounts:

- 75% of the volume-weighted average of the trading prices for the last fifteen (15), ten (10) or five (5) last trading days (according to the Board's assessment) preceding the date which it is set, or
- 75% of the volume-weighted average of the trading prices for the last of the fifteen (15), ten (10) or five (5) last trading days (according to the Board's assessment) preceding the date of the conversion, redemption and transformation into shares of each security offering access to share capital, or
- 75% of the lowest stock market prices in the last fifteen (15) trading days preceding the date of conversion, redemption and transformation into shares of each security giving access to share capital,

and the conversion, redemption and transformation into shares of each security giving access to the share capital shall, taking into account the nominal value of the said security, be made into a number of shares such that the amount received by the Company, for each share, is at least equal to the lowest price between the three amounts referred to above,

- for (i) warrants attached to ordinary shares and/or (ii) independents warrants issued in conjunction with an issue of ordinary shares, the issue price will be set by the Board of Directors in such a way that the sums immediately received by the Company on the issue of the securities in question, plus any amounts that may subsequently be received by the Company for each share attached to and/or underlying the securities issued, be at least equal to 50% of the volume-weighted average share price over the last fifteen (15), ten (10) or five (5) trading sessions (according to the Board's assessment) preceding the day on which it is set,
- for all securities giving access to the share capital, the issuance price of shares likely to result from their exercise, conversion or exchange may, as the case may be, be set, at the discretion of the Board of Directors, by reference to a calculation formula defined by the latter and applicable subsequent to issuance of said securities (for example, at the time of their exercise, conversion or exchange) in which case the above maximum discount may be assessed, if the Board of Directors considers it appropriate for the Company, on the date of application of the said formula (and not on the date of fixing the issuance price).

However, it is specified that if, in the course of the use of this delegation, the Company's shares were admitted to negotiations in a regulated market, the price would be set in accordance with the provisions of article L. 22-10-52 of the French commercial Code,

Decide that the new shares issued in connection with the share capital increases shall be fully assimilated to the existing ordinary shares and subject to all the provisions of the articles of association and the decisions of the shareholders' meeting,

Specify that the transactions referred to in this resolution may be carried out at any time, including during a public offering period of the Company's shares, in compliance with applicable legal and regulatory provisions,

Decide that the Board of Directors shall have all powers, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, whether or not to implement the present delegation, as well as the right to postpone it, as the case may be, under the legal conditions and within the limits and conditions specified above, in order, in particular, to:

- decide on share capital increase and determine securities to be issued, decide on issuance of securities giving access to debt securities and, more generally, decide on issuances within the framework of this delegation,

- decide amount of share capital increase and more generally the amount of issuance in the event of issuance of securities giving access to debt securities, the date and terms of issuance,
- set issuance price and the amount of the premium, if any, that may be requested on issuance,
- determine the nature and characteristics of ordinary shares and securities to be issued, decide in addition, in the case of bonds or other debt securities giving access to the Company's share capital and/or giving entitlement to the allocation of debt securities, whether or not they are subordinated (and, where applicable, their subordination rank in accordance with the provisions of article L. 228-97 of the French commercial Code), set their interest rates (notably fixed or variable rate or zero or indexed coupon interest), their duration (fixed or indefinite) as well as the other terms and conditions of the issuance (including the fact of granting them guarantees or sureties) and their amortisation, these securities could be accompanied by warrants giving the right to the allocation, acquisition or subscription of bonds or other debt securities or take the form of complex bonds as defined by the stock exchange authorities,
- modify, during the term of the concerned securities, the terms and conditions referred to above, in compliance with the applicable formalities,
- determine the method of payment for the ordinary shares or securities to be issued,
- determine, if applicable, the terms and conditions for the exercise of the potential rights attached to the ordinary shares or securities to be issued and, in particular, determine the date, even retroactively, from which the new shares (i.e. any potential underlying securities) will bear dividend rights, determine the terms and conditions for the exercise of the rights, if any, to conversion, exchange, redemption, including by delivery of assets of the Company such as shares or securities already issued by the Company, as well as any other terms and conditions of the issuance,
- decide, in the event that subscriptions have not absorbed the entire issuance, (i) to limit the issuance amount to the subscriptions received amount, provided that this amount reaches at least three-quarters of the decided issuance and/or (ii) to freely allocate all or part of the unsubscribed securities among the persons of its choice,
- provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with legal and regulatory provisions for a maximum period of three (3) months,
- at its sole initiative, charge the issuance costs against the amount of the related premiums and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital after each share capital increase,
- determine and make any adjustments to take into account the impact of transactions on the Company's share capital, in particular in the event of a change in the par value of the share, a share capital increase by incorporation of reserves, a free allocation of shares, a stock split or reverse stock split, the distribution of reserves or of all other assets, the amortisation of the share capital, or any other transaction affecting company's net equity, and set the terms and conditions under which shall be insured, where applicable, the preservation of the rights of holders of securities giving access to share capital,
- record the completion of each share capital increase and amend the articles of association accordingly,
- take all measures and decisions and carry out all formalities required for the listing of the securities thus issued to listing on the Euronext Growth market of Euronext Paris and on any other market on which the Company's shares are then listed,

- in general, enter into any agreement, in particular for preserving the potential rights of any holders of securities giving immediate or future entitlement to a portion of the share capital, take any measures and carry out any formalities necessary for the issuance, registration and financial servicing of the securities issued pursuant to this delegation as well as for the exercise of the rights attached thereto, carry out any formalities and declarations, and apply for any authorisations which may be necessary for the completion and successful completion of this issuance and, in general, take all necessary measures,

Acknowledge that the final terms and conditions of the transactions pursuant to this delegation will be the subject of an additional report, in accordance with the requirements of articles L. 225-129-5 and R. 225-116 of the French commercial Code, which the Board of Directors will establish when it uses this delegation of authority granted to it by this Shareholders' Meeting. The Statutory Auditors will also prepare a supplementary report on this occurrence.

Seventh resolution

Over-allocation option

The Shareholders, deciding in accordance with the quorum and majority conditions required for shareholders' extraordinary meetings, having reviewed the Board of Directors' report, in accordance with the provisions of articles L. 225-135-1 and R. 225-118 of the French commercial Code,

After having acknowledged that the share capital is fully paid up,

Authorizes the Board of Directors, with the option to sub-delegate to the Chief Executive Officer which may include an option for the latter to sub-delegate, (i) to increase the number of securities issued for each issue decided for the purpose of covering possible over-allocations and to stabilize prices in the context of an issuance, with or without preferential subscription right, of ordinary shares (particularly in the form of American Depositary Shares) and/or any other securities that provide immediate or future access, at any time or fixed date, to the Company's share capital, (whether new or existing shares) or companies which directly or indirectly own more than half of its capital or the company in which it directly or indirectly owns more than half of the share capital, or giving right to a debt by subscription either in cash or by offsetting receivables, conversion, exchange, redemption, presentation of a warrant or otherwise, under the delegations of authority conferred under the 1st, 2nd, 3rd, 4th, 5th and 6th resolutions and (ii) to proceed with the corresponding issue, at the same price as the original issue and within a cap of a 15% limit on the original issue,

Decide that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from the date of this Shareholders' Meeting, beyond which it shall be considered null and void if the Board of Directors does not use it. This delegation terminates any previous authorisation having the same purpose,

Decide that this authorization must be implemented within thirty (30) days of the closing of the concerned initial issuance subscription, if the Board of Directors has not made use of it within this thirty (30) day period, it shall be considered null and void in respect of the concerned issuance,

Decide that the nominal amount of the corresponding issuance, immediately and/or in the future, pursuant to this authorization, shall be deducted from the limit of the overall cap on share capital increases set in the 9th resolution of the present Shareholders' Meeting.

Eighth resolution

Delegation – Share capital increase to the benefit of employees

The Shareholders, deciding in accordance with the quorum and majority conditions required for

shareholders' extraordinary meetings, having reviewed the Board of Directors' report and the special the Statutory Auditors' special report, acknowledging the provisions of articles L. 3332-18 and following of the French Labour Code, and deciding in accordance with the provisions of articles L. 225-129-1, L. 225-129-6 and L. 225-138-1 of the French commercial Code,

Delegate to the Board of Directors its authority, with the possibility of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, to decide, on one or more occurrences, a share capital increase through the issuance of ordinary shares of the Company,

Decide that the total amount of the share capital increases that may be carried out pursuant to this resolution shall not exceed a maximum nominal amount of EUR twenty thousand (EUR 20,000), corresponding to the issuance of a maximum of ten million (10,000,000) shares, it being specified that this amount does not take into account the ordinary shares to be issued, in accordance with applicable legal and regulatory provisions, and, as the case may be, the contractual stipulations providing for other cases of adjustments, to preserve the rights of the holders of securities giving access to the capital, subscription options or rights to free allocation of shares,

Decide that the maximum nominal amount of share capital increases made on the basis of this delegation will not be attributed to the cap set in the 9th resolution of the present Shareholders' Meeting,

Decide that the beneficiaries of these capital increases will be, directly or through a company mutual fund ("**FCPE**") or any other structures or entities permitted by applicable legal or regulatory provisions, the employees, members of a company or group savings plan to be set up for this purpose, of the Company or of French or foreign companies, falling within the scope of consolidation of the Company's accounts within the meaning of Articles L. 233-16 of the French Commercial Code and L. 3344-1 of the French Labor Code (hereinafter the "**Beneficiaries**"),

Decide to waive shareholders' preferential subscription rights to the shares to be issued under this delegation of authority in favor of the Beneficiaries, where applicable through the FCPE or any other structures or entities permitted by applicable legal or regulatory provisions,

Decide that, in accordance with the provisions of Article L. 225-138-1 of the French Commercial Code, the subscription price of the shares issued pursuant to this delegation of authority, which will confer the same rights as existing shares of the same class, will be set by the Board of Directors, it being specified that the subscription price may not be higher than the sale price determined in accordance with the provisions of Article L. 3332-20 of the French Labor Code, nor more than 30% less than the latter, or 40% less when the lock-up period provided for in the plan is 10 years or more,

Decide that each capital increase shall only be carried out up to the amount of the shares effectively subscribed by the Beneficiaries, individually or through an FCPE or any other structures or entities permitted by the applicable legal or regulatory provisions,

Decide that the Board of Directors shall have all powers, with the option of sub-delegation to the Chief Executive Officer, which may include the latter's right to sub-delegate, whether or not to implement the present delegation, as well as the right to postpone it, as the case may be, under the legal conditions and within the limits and conditions specified above, in order, in particular, to:

- determine the list of companies whose employees may benefit from share capital increases pursuant to this delegation of authority,
- determine the issuance modalities of the new shares under the legal conditions, including the conditions of seniority, establish the list of Beneficiaries, as well as the number of shares that may be subscribed for by each of the Beneficiaries, within the limit of the cap of the share capital increase provided for in this delegation,

- determine the terms and conditions of the issues to be carried out pursuant to this delegation, in accordance with the legal and statutory requirements, and in particular (i) set the amounts of the capital increase and the subscription price in compliance with the conditions of Article L. 3332-20 of the French Labor Code, (ii) set the opening and closing dates for subscriptions, the dividend entitlement dates, the time limits for paying up the ordinary shares and (iii) collect employee subscriptions,
- collect the amounts corresponding to the payment of subscriptions, whether by payment of cash or by setting off with liquid and due receivables on the Company, and, where applicable, to close the credit balance of the current accounts opened in the Company's books in the name of the subscribers paying up the subscribed shares by compensation,
- set, within the legal limit of three (3) years from the subscription provided for by article L. 225-138-1 of the French commercial Code, the period granted to employee subscribers for the payment of the amount of their subscription, it being specified that in accordance with legal provisions, the subscribed shares may be released, at the request of the Company or the subscriber, by periodic payments, or by equal and regular deductions from the subscriber's compensation,
- acknowledge the completion of the share capital increases up to the amount of the shares that will actually be subscribed, and, as the case may be, deduct any expenses related to the share capital increases from the amount of the premiums paid when the shares are issued, and deduct from this amount the necessary sums to increase the legal reserve to one-tenth of the new share capital, after each increase,
- carry out, directly or by an agent, all legal operations and formalities,
- amend the articles of association as a result of share capital increases,
- take all measures and generally undertake any act useful and necessary for the final completion of the increase or successive increases of the share capital,

Decide that this delegation of competence is granted to the Board of Directors for a period of eighteen (18) months from the date of this Shareholders' Meeting, on which it shall be considered null and void if the Board of Directors does not use such delegation. This delegation terminates any previous authorization having the same purpose, to the extent of the part that has not yet been used.

Ninth Resolution

Overall cap

The Shareholders, deciding in accordance with the quorum and majority conditions required for shareholders' extraordinary meetings, having reviewed the Board of Directors' report and subject to the adoption of the 1st to 7th resolutions above,

Decide to set at [EUR thirty-eight million (EUR 38,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, the maximum nominal amount of the immediate and/or future share capital increases pursuant to the delegations of competence conferred under the 1st to 7th resolutions above, increased by, as the case may be, the nominal amount of any ordinary shares to be issued, in the event of new financial transactions, to preserve, in accordance with legal and regulatory provisions and, as the case may be, contractual provisions providing for other cases of adjustment, the rights of securities holders giving access to the share capital, subscription options or rights to free allocation of shares,

Decide to set at [EUR forty million (EUR 40,000,000)] or the equivalent in any other currency or monetary unit established by reference to several currencies on the date of issuance, the maximum total nominal amount of debt securities giving access to the Company's share capital that may be issued pursuant to the delegations of authority granted under the 1st to 7th resolutions above.

On an ordinary basis

Tenth resolution

Share buyback program

The Shareholders, deciding in accordance with the quorum and majority conditions required for shareholders' ordinary meetings, having reviewed the Board of Directors' report, decided in accordance with of the option provided for in article L. 22-10-62 of the French commercial Code,

In accordance with the provisions directly applicable of European Commission Regulation No. 596/2014 of 16 April 2014 and the European Commission's Delegate Regulation No. 2016/1052 March 8, 2016,

Authorize the Board of Directors, with the option to sub delegate to the Chief Executive Officer, which may include the option to sub delegate, under legal and regulatory conditions, to purchase or arrange for purchasing shares of the Company, in order to:

1. promote the liquidity of transactions and the regularity of the listings of the Company's shares or avoid unjustified price mismatches by market trends within the framework of a liquidity contract with an investment services provider operating independently, under the conditions and in accordance with the terms set by the regulated and recognized market practices, including the recommendation position of the French Financial Markets Authority (*AMF*) No. 2017-04, and in accordance with the *AMAFI* Code of Ethics recognised by the French Financial Markets Authority,
2. deliver shares upon the exercise of rights attached to securities giving access by any means, immediately or in the future, to the Company's share capital as well as carry out any hedging transactions in respect of the Company's obligations related to these securities, under the conditions provided by the market authorities and at such times as the Board of Directors may determine,
3. retain shares for subsequent delivery as payment or exchange, in the context of any external growth transactions in accordance with market practice accepted by the *AMF*, in particular in the context of mergers, demergers or contributions,
4. to fulfil obligations related to stock option programs, free share grants, employee savings plans or other allocations of shares to employees of the Company or companies or companies affiliated to it, including (i) the implementation of any stock option plan of the Company under articles L.225-177 et seq. of the French commercial Code, (ii) the allocation of shares to employees in respect of profit-sharing and implementation of any company savings plan under the conditions provided by law, in particular articles L.3332-1 to L. 3332-8 et seq. of the French labor Code or (iii) the allocation of free shares under the provisions of articles L.225-197-1 et seq. of the French commercial Code,
5. their cancellation and subsequent share capital reduction (in particular with a view to optimize cash management, return on equity or earnings per share), subject to the adoption of 11th resolution below,

6. to implement any market practice that would come to be recognized by law or the Financial Markets Authority.

The purchase, sale or transfer of these shares may be completed by any means, under the conditions and within the limits, notably of volumes and prices, provided for by the regulations applicable on the date of the concerned transactions, notably on the market or by agreement, including by purchase or sale of blocks, financial instruments or warrants or securities giving access to the Company's share capital or implementation of optional strategy, such as purchase and sale of call or put options under the conditions provided by the market authorities and at times decided by the Board of Directors, as the case may be,

The part of the buyback programme that can be completed by block trading is not limited,

The Company's shares may be purchased for a number of shares such that:

- the number of shares that the Company purchases during the term of the buyback program shall not exceed 10% of the shares comprising the Company's share capital at any time, this percentage applying to an adjusted share capital for transactions affecting it subsequent to this Shareholders' Meeting, and
- the number of shares that the Company will hold directly or indirectly at any time shall not exceed 10% of the shares comprising the Company's share capital,

It is specified (i) that a maximum amount of 5% of the shares comprising the Company's share capital may be allocated for their retention and subsequent remittance as payment or in exchange in the context of a merger, demerger or contribution, and (ii) that in the event of purchase under a liquidity contract, the number of shares taken into account for the calculation of the above mentioned 10% limit of the amount of the share capital corresponds to the number of purchased shares less the number of resold shares during a period of this authorization,

The Shareholders decide that:

- the maximum amount of funds intended for the implementation of this share purchase programme shall be EUR three million five hundred thousand (3,500,000),
- under this program, the maximum purchase price per share is set at 300% of the price of the shares offered to the public in connection with the listing of the Company's shares on a North American stock exchange, as this price will be mentioned in the press release relating to the final characteristics of the Company's share offer and their admission to listing on a North American stock exchange market, excluding purchase costs. It is specified that in the event of transactions affecting the share capital, in particular by incorporation of reserves and/or stock split or reverse stock split, this price will be adjusted by a multiplier equal to the ratio between the number of shares making up the share capital before the transaction and this number after the transaction,

The Board of Directors may, however, adjust the aforementioned purchase price in the event of incorporation of premiums, reserves or profits, leading either to an increase in the nominal value of the shares or to the creation and allocation of free shares, as well as in the event of a stock split or reverse stock split to take account of the impact of these transactions on the value of the share,

Decide that this authorization is granted for a maximum period of eighteen (18) months from the date of this Shareholders' Meeting. This authorization terminates any previous authorization having the same purpose, for the unused part. It may also be used during a public or exchange offer period, within the permitted limits by applicable regulations,

Decide that the Board of Directors shall have full powers to implement this authorization, in order to:

- determine the opportunity to initiate a buyback program,

- determine the terms and conditions of the buyback program, in particular the price of the purchased shares,
- purchase, sell or transfer these shares by any means, to place any orders on or off the stock exchange,
- allocate or reallocate the purchased shares to the various objectives pursued under the applicable legal and regulatory conditions,
- enter into any agreement, in particular for maintaining share purchase and sale registers,
- prepare all documents, make all declarations and carry out all formalities with the *AMF* and any other entity,
- prepare and publish the information release relating to the implementation of the buyback program, and
- carry out any other formality, and in general, undertake any necessary act.

The Shareholders grant, in addition, full powers to the Board of Directors, if the law or the *AMF* extends or supplements the authorised objectives for share buyback programs, to prepare and issue, as the case may be, any required document including these modified objectives.

On an extraordinary basis

Eleventh resolution

Share buyback program – cancellation

The Shareholders, deciding in accordance with the quorum and majority conditions required for shareholders' ordinary meetings, having reviewed the Board of Directors and the Statutory Auditors' reports,

In accordance with the provisions of article L. 22-10-62 of the French commercial Code,

Authorize the Board of Directors, with the option to sub-delegate to the Chief Executive Officer which may include the option to sub-delegate, to cancel in one or more occurrences at time deemed appropriate for a period of eighteen (18) months from the present Shareholders' Meeting, the purchased shares by the Company under the implementation of any authorization given to the 10th resolution or any resolution with the same purpose and the same legal basis, within the limit of 10% of the Company's share capital per period of twenty-four (24) months, and reduce the share capital accordingly, it is specified that this percentage applies to an adjusted share capital in accordance with transactions affecting it subsequent to this Shareholders' Meeting and it is specified that this authorization terminates any previous authorization having the same purpose, to the extent of the unused part,

Authorize the Board of Directors to allocate the difference between the repurchase value of the cancelled shares and their nominal value to the "Share premium" account or to any other available reserves account, including the legal reserve, within the limit of 10% of the completed share capital reduction,

Grant full powers to the Board of Directors, subject to strict compliance with legal and regulatory texts, in order to:

- complete this or these cancellation of shares or share reduction,
- determine the final amount of the share capital reduction
- determine the terms and conditions,
- acknowledge completion,
- amend the Company's articles of association accordingly,
- carry out all formalities and declarations with any entity,
- and in general, undertake any necessary act for the implementation of this authorisation.

Twelfth resolution

Authorization to be granted to the Board of Directors to reduce the Company's share capital due to losses by reducing the par value of the shares

The Shareholders, deciding pursuant to the quorum and majority requirements for extraordinary meetings, having reviewed the report of the Board of Directors and the report of the Statutory Auditors, prepared in accordance with Article L. 225-204 of the French Commercial Code,

Subject to the prior reverse split of the Company's shares so that, in accordance with the sixteenth resolution of the shareholders general meeting of April 17, 2023, a maximum of four hundred (400) ordinary shares of the Company, each with a par value of at least 0.002 euros (after reduction of the share capital subject to the adoption of the first resolution by Shareholders) will be exchanged for 1 ordinary share of the Company with a minimum unit value of 0.80 euro,

Authorizes the Board of Directors, with the option to sub-delegate to the Chief Executive Officer, which may include an option for the Chief Executive Officer to sub-delegate, in accordance with legal and regulatory conditions, to reduce the Company's share capital, on one or more occasions, by reducing the par value of the Company's shares from 0.80 euro (maximum, after share consolidation) to an amount that may not be less than 0.008 euro, it being specified that the capital reduction will in any event be carried out within the limits of (i) the amount of losses available to the Company on the day this authorization is implemented, and (ii) the legal and regulatory thresholds, with respect to the share capital, and in particular the minimum amount provided for in Article L. 224-2 of the French Commercial Code.

The Shareholders state that the amount of this capital decrease, if decided by the Board of Directors, will be charged to the "Retained Earnings" account or to an unavailable reserve account intended for the allocation of future losses.

The Shareholders acknowledge that this authorization shall entail a reduction in the rights of holders of securities giving access to the Company's capital as if they had exercised them prior to the date on which the capital reduction became final.

The Shareholders give full powers to the Board of Directors to implement this authorization, and in particular to:

- determine and specify the terms and conditions of this capital decrease, taking into account, in particular, the amount of share capital at the time the decision is made to reduce it;
- record the final completion of the capital reduction covered by this resolution;

- to make the necessary amendments to the Company's articles of association;
- to carry out the formalities correlative to the capital decrease;
- carry out all procedures and declarations with all organizations; and
- more generally, do all that is necessary.

The authorization granted to the Board of Directors by this resolution is valid for a period of twelve (12) months from the date of this General Meeting. This authorization cancels and replaces any previous authorization for the same purpose.

On an ordinary basis

Thirteenth resolution

Powers to carry out formalities

The Shareholders grant all powers to the bearer of copies or extracts of the minutes of this meeting, in order to carry out all formalities of publication and registration provided for by the legislation in force.