

LUMIBIRD

French limited company with a Board of Directors, with a capital of 22,466,882 euros
Registered office: 2 rue Paul Sabatier, 22300, Lannion
970 202 719 RCS Saint-Brieuc

COMBINED GENERAL MEETING ON 4 MAY 2021

AGENDA

I. TO BE SUBMITTED TO THE ORDINARY GENERAL MEETING

- Board of Directors' report on the proposed resolutions,
- Additional Board of Directors' report on the final terms and conditions of the capital increase decided pursuant to the delegation of authority granted by the General Meeting of 24 May 2019 under the terms of its 10th and 13th resolutions,
- Board of Directors' report on the management and operations of the Company and the Group during the year ended 31 December 2020,
- Board of Directors' special reports on share subscription or purchase options for the financial year ended December 31, 2020 and on free share allocations for the year ended December 31, 2020,
- Board of Directors' corporate governance report as provided for in Article L.225-37 of the French commercial code,
- Statutory Auditors' reports on the annual and consolidated financial statements for the year ended 31 December 2020 and on regulated agreements under Article L.225 of the French Commercial Code,
- Approval of the annual financial statements for the year ended 31 December 2020,
- Allocation of earnings for the year ended 31 December 2020,
- Approval of the consolidated financial statements for the year ended 31 December 2020,
- Appointment of a new Statutory Auditor,
- Non-renewal of the term of office of a joint Statutory Auditor,
- Ratification of the cooptation of Ms Gwenaëlle Le Flohic as a member of the Board of Directors,
- Reappointment of Ms Marie Begoña Lebrun as a member of the Board of Directors,
- Reappointment of Mr Emmanuel Cueff as a member of the Board of Directors,
- Reappointment of EMZ Partners as censor of the Board of Directors,
- Setting of the global compensation package awarded to Directors,
- Approval of the statutory auditors' report as provided for in Article L. 225-40 of the French commercial code,
- Approval of the information relating to the compensation of corporate officers for the year ended 31 December 2020 presented in the Board of Directors' report on corporate governance, in accordance with Article L. 22-10-9 of the French commercial code,
- Approval of the fixed, variable and exceptional items making up the total compensation and benefits of any kind paid or allocated to Mr. Marc Le Flohic, Chairman and Chief Executive Officer, for the year ended 31 December 2020,
- Approval of the fixed, variable and exceptional items making up the total compensation and benefits of any kind paid or allocated to Mr. Jean-Marc Gendre, Deputy Chief Executive Officer, for the year ended 31 December 2020,
- Approval of the compensation policy applicable to the members of the Board of Directors for the financial year 2021,

- Approval of the compensation policy applicable to the Chairman and CEO for the financial year 2021,
- Approval of the compensation policy applicable to the Deputy CEO for the financial year 2021,
- Authorization for the Board of Directors to trade in the Company’s shares as part of the program for the Company to buy its own shares,

II. TO BE SUBMITTED TO THE EXTRAORDINARY GENERAL MEETING

- Board of Directors’ report on the proposed resolutions,
- Statutory Auditors’ special reports on the draft delegations of authority and financial authorizations presented to the General Meeting,
- Authorization for the Board of Directors to reduce the Company’s share capital by canceling treasury stock,
- Delegation of authority for the Board of Directors to increase the share capital (i) of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders’ preferential subscription rights maintained or (ii) by incorporating premiums, reserves, profits or other elements,
- Delegation of authority for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders’ preferential subscription rights waived, through a public offer other than those covered under section 1 of Article L.411-2 of the French monetary and financial code (Code monétaire et financier),
- Delegation of authority for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders’ preferential subscription rights waived, through a public offer covered under section 1 of Article L.411-2 of the French monetary and financial code (Code monétaire et financier),
- Authorization for the Board of Directors to increase the number of securities to be issued in the event of excess demand for capital increases with preferential subscription rights maintained or waived,
- Authorization for the Board of Directors to determine the issue price, within the limit of 10% of the share capital per year, in connection with a capital increase by issuing capital securities with shareholders’ preferential subscription rights waived,
- Authorization for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with preferential subscription rights waived, as payment for contributions in kind,
- Authorization for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders’ preferential subscription rights waived, for categories of people in accordance with Article L.225-138 of the French commercial code,
- Authorization for the Board of Directors to award new or existing free shares to some or all of the employees or corporate officers of the Company or related companies,
- Authorization for the Board of Directors to award stock options to some or all of the Group’s employees and corporate officers,

- Authorization for the Board of Directors to increase the share capital by creating ordinary shares, with shareholders' preferential subscription rights waived for employees who are members of a company savings plan,
- Various issues,
- Powers.

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Registered office: 2 rue Paul Sabatier, 22300, Lannion
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(the "Company")

COMBINED GENERAL MEETING ON 4 MAY 2021 TEXT OF DRAFT RESOLUTIONS

I. TO BE SUBMITTED TO THE ORDINARY GENERAL MEETING

First resolution *(Approval of the annual financial statements for the year ended 31 December 2020)*

The General Meeting, having reviewed the Board of Directors' management report and the Statutory Auditors' report, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **approves** the transactions that are reflected or summarized in these reports. and the financial statements for the year ended 31 December 2020, as presented to it, showing a profit of 75,903,814.10 euros.

In accordance with the provisions of article 223 quarter of the French general tax code, the General Meeting also **approves** the overall amount of costs and expenses referred to in article 39-4 of the code, incurred by the company during the past financial year, which amounted to 10,642 euros, generating a notional additional income tax of 3,076 euros.

Second resolution *(Allocation of earnings for the year ended 31 December 2020)*

The General Meeting, on the proposal of the Board of Directors, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, and after noting that the financial statements as at 31 December 2020 and approved by this meeting show a profit for the financial year of 75,903,814.10 euros, **decides** to allocate 403,701.50 euros to legal reserve, thus bringing the legal reserve to 2,246,688.20 euros and 75,500,112.6 euros to retained earnings, the positive balance of which is thus brought from 3,388,195,90 euros to 78,888,308.50 euros.

In accordance with the law, the General Meeting acknowledges that no dividends were distributed during the three previous financial years.

Third resolution *(Approval of the consolidated financial statements for the year ended 31 December 2020)*

The General Meeting, having reviewed the Board of Directors' report on the LUMIBIRD group management and the Statutory Auditors' report on the consolidated financial statements, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **approves** the transactions that are reflected or summarized in these reports. and the financial statements for the year ended 31 December 2020, as presented to it, showing a profit of 5,638,135 euros.

Fourth resolution *(Appointment of a new Statutory Auditor)*

The General Meeting, having reviewed the report of the Board of Directors on the draft resolutions, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **notes** that the term of office of Deloitte & Associés as Statutory Auditor expires at the present meeting and **decides** to appoint as new Statutory Auditor:

Mazars
61 rue Henri Regnault – 92400 Courbevoie
Represented by Ludovic Sevestre

For a period of six financial years, i.e. until the ordinary General Meeting called to approve the financial statements for the financial year ending 31 December 2026.

Fifth resolution *(Non-renewal of the term of office of a joint Statutory Auditor)*

The General Meeting, having reviewed the report of the Board of Directors on the draft resolutions, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **notes** that the term of office of BEAS SAS as joint Statutory Auditor expires with this meeting and **decides** not to renew its term of office and not to appoint its replacement.

Sixth resolution *(Ratification of the cooptation of Ms Gwenaëlle Le Flohic as a member of the Board of Directors)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **decides** to ratify the cooptation of Mrs. Gwenaëlle Le Flohic as a member of the Board of Directors, decided by the Board of Directors on 22 September 2020, for the remainder of the term of office of Eurodyne, which has resigned, i.e. until the ordinary General Meeting called to approve the financial statements for the financial year ending 31 December 2021.

Seventh resolution *(Reappointment of Ms Marie Begoña Lebrun as a member of the Board of Directors)*

The General Meeting, having reviewed the report of the Board of Directors on the draft resolutions, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **decides** to renew the term of office of Ms Marie Begoña Lebrun as a Director for a period of six (6) years, i.e. until the general meeting called to approve the financial statements for the financial year ending 31 December 2026.

Ms Marie Begoña Lebrun has indicated in advance that she will accept the renewal of her term of office.

Eight resolution *(Reappointment of Mr Emmanuel Cueff as a member of the Board of Directors)*

The General Meeting, having reviewed the report of the Board of Directors on the draft resolutions, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **decides** to renew the term of office of Mr Emmanuel Cueff as a Director for

a period of six (6) years, i.e. until the general meeting called to approve the financial statements for the financial year ending 31 December 2026.

Mr Emmanuel Cueff has indicated in advance that he will accept the renewal of his term of office.

Ninth resolution *(Reappointment of EMZ Partners as censor of the Board of Directors)*

The General Meeting, having reviewed the report of the Board of Directors on the draft resolutions, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **decides** to renew the term of office of EMZ Partners as censor for a period of two (2) years, i.e. until the general meeting called to approve the financial statements for the financial year ending 31 December 2022.

EMZ Partner has indicated in advance that it will accept the renewal of its term of office.

Tenth resolution *(Setting of the global compensation package awarded to Directors)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **decides** to set at a total of 34,000 euros the global compensation package to award to Directors for the year 2019 and the current and following years, unless a new General Meeting in the future changes the annual amount. The breakdown between the Directors will be decided on by the Board of Directors.

Eleventh resolution *(Approval of the Statutory Auditors' report provided for in Article L. 225-40 of the French Commercial Code)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having considered the Statutory Auditors' Special Report on agreements under the provisions of Articles L. 225-38 and L. 225-40-1 of the French Commercial Code, **approves** this report in all its provisions.

Twelfth resolution *(Approval of the information relating to the compensation of corporate officers for the year ended 31 December 2020 presented in the Board of Directors' report on corporate governance, in accordance with Article L. 22-10-9 of the French commercial code)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having considered the Board of Directors' report on corporate governance referred to in Article L. 225-37 of the French Commercial Code, **approves**, in accordance with Article L. 22-10.34 I. of the French Commercial Code, all information relating to the compensation paid or granted to the corporate officers during the financial year ended 31 December 2020 presented in the Board of Directors' report on corporate governance, included in Chapter 2 of the Company's 2020 Universal Registration Document, in accordance with section I of Article L.22-10-9 of the Commercial Code.

Thirteenth resolution *(Approval of the fixed, variable and exceptional items making up the total compensation and benefits of any kind paid or allocated to Mr. Marc Le Flohic, Chairman and Chief Executive Officer, for the year ended 31 December 2020)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having reviewed the Board of Directors' report on corporate governance as provided for in Article L.225-37 of the French commercial code, **approves**, in accordance the provisions of Article L.22-10.34 II. of the French commercial code, the fixed, variable and exceptional components of the global compensation and benefits of any kind paid or awarded to Marc Le Flohic, Chairman and Chief Executive Officer, for the year ended 31 December 2020, as presented in the Board of Directors' report on corporate governance, included in Chapter 2 of the Company's 2020 Universal Registration Document.

Fourteenth resolution *(Approval of the fixed, variable and exceptional items making up the total compensation and benefits of any kind paid or allocated to Mr. Jean-Marc Gendre, Deputy Chief Executive Officer, for the year ended 31 December 2020)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having reviewed the Board of Directors' report on corporate governance as provided for in Article L.225-37 of the French commercial code, **approves**, in accordance the provisions of Article L.22-10.34 II. of the French commercial code, the fixed, variable and exceptional components of the global compensation and benefits of any kind paid or awarded to Marc Le Flohic, Chairman and Chief Executive Officer, for the year ended 31 December 2020, as presented in the Board of Directors' report on corporate governance, included in Chapter 2 of the Company's 2020 Universal Registration Document.

Fifteenth resolution *(Approval of the compensation policy applicable to the members of the Board of Directors for the financial year 2021)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having reviewed the Board of Directors' corporate governance report as provided for in Article L.225-37 of the French commercial code, describing the components of the compensation policy for corporate officers, **approves**, in accordance the provisions of Article L.22-10-8 of the French commercial code, the compensation policy applicable to the members of the Board of Directors for the 2021 fiscal year, as presented in the Board of Directors' report on corporate governance, included in Chapter 2 of the Company's 2020 Universal Registration Document.

Sixteenth resolution *(Approval of the compensation policy applicable to the Chairman and CEO for the financial year 2021)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having reviewed the Board of Directors' corporate governance report as provided for in Article L.225-37 of the French commercial code, describing the components of the compensation policy for corporate officers, **approves**, in accordance the provisions of Article L.22-10-8 of the French commercial code, the compensation policy

applicable to the Chairman and CEO for the 2021 fiscal year, as presented in the Board of Directors' report on corporate governance, included in Chapter 2 of the Company's 2020 Universal Registration Document.

Seventeenth resolution *(Approval of the compensation policy applicable to the deputy CEO for the financial year 2020)*

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, having reviewed the Board of Directors' corporate governance report as provided for in Article L.225-37 of the French commercial code, describing the components of the compensation policy for corporate officers, **approves**, in accordance the provisions of Article L.22-10-8 of the French commercial code, the compensation policy applicable to the deputy CEO for the 2021 fiscal year, as presented in the Board of Directors' report on corporate governance, included in Chapter 2 of the Company's 2020 Universal Registration Document.

Eighteenth resolution *(Authorization for the Board of Directors to trade in the Company's shares as part of the program for the Company to buy its own shares)*

The General Meeting, having reviewed the Board of Directors' report, ruling under the quorum and majority conditions for Ordinary General Meetings:

1. **authorizes** the Board of Directors, with an option to subdelegate in accordance with the legal and regulatory provisions, to purchase and/or appoint other parties to purchase Company shares, under the conditions set by Articles L.22-10-62 and L.225-210 et seq of the French commercial code, notably with a view to:

- (i) ensuring liquidity and managing market-making for the Company's securities through an investment services provider acting independently on behalf of the Company, under a liquidity agreement that is compliant with the AMF guidelines in force, or
- (ii) retaining and awarding shares subsequently (exchanges, payments, etc.) in connection with the Company's financial, external growth, merger, spin-off or contribution operations, or
- (iii) awarding shares in connection with the exercising of rights associated with securities entitling holders to access the capital through their redemption, conversion, exchange, the presentation of a warrant or by any other means, or
- (iv) cancelling all or part of the shares bought back in this way, through a share capital reduction, in accordance with the authorization to reduce the capital given by this General Meeting in its nineteenth resolution, or, if applicable, under a resolution of the same kind that may follow it during the period for which this delegation is valid, or
- (v) awarding or transferring shares to employees or corporate officers of the Company or related companies, notably through the company's profit-sharing arrangements, under a company or group savings plan (or related plan) or for the awarding of free shares under Article L.225-197-1 et seq of the French commercial code, or, more generally, honoring

obligations relating to programs for stock options or other awards of shares for the employees or corporate officers of the Company or a Group entity, or

- (vi) implementing any Company stock option plan in accordance with Articles L.225-177 et seq of the French commercial code or any similar plan,

This program is also intended to make it possible to implement any market practices that may be approved by the French Financial Markets Authority (AMF), and more generally to carry out any other operation in line with the regulations in force. In such cases, the Company will notify its shareholders in a press release.

The shares may be acquired, sold, retained and, if applicable, exchanged or transferred, on one or more occasions, by any means, notably through on-market or off-market transactions and in accordance with the stock market regulations applicable, including by using, if applicable, any derivative or optional financial instruments traded on regulated markets or over-the-counter, provided that these last means do not contribute to any significant increase in the volatility of the security or in any other way.

These operations may be carried out at any time, with the Company reserving the right to purchase or sell blocks of securities and continue implementing this share buyback program during a public offering period concerning the Company's securities,

2. **decides** that the share purchases under this authorization will be carried out within the limit of a maximum unit purchase price of 50 euros subject to adjustments linked to potential operations concerning the Company's capital. The General Meeting delegates the authority to the Board of Directors, in the event of a change in the par value of the share, an increase in the capital through the incorporation of reserves, free share awards, stock splits or consolidations, the distribution of reserves or any other assets, the amortization of the capital, or any other transaction concerning the share capital or shareholders' equity, to adjust the abovementioned maximum purchase price in order to factor in the impact of such transactions on the share's value.

3. **sets** the maximum amount of funds allocated for carrying out this share buyback program at 50,000,000 euros,

4. **acknowledges** that Company purchases of treasury stock may concern a number of shares such that:

- (i) on the date of each buyback, the total number of shares bought back by the Company in this way since the start of the buyback program (including the shares subject to said buyback) does not exceed 10% of the shares comprising the Company's capital on this date, with this percentage applying to the adjusted capital factoring in transactions coming into effect following this General Meeting, i.e. for information a maximum buyback of 2,246,688 shares at 31 December 2020, while noting that (a) the number of shares acquired with a view to being retained and issued again subsequently in connection with a merger, spin-off or contribution operation may not exceed 5% of its share capital, and (b) when shares are bought back with a view to ensuring liquidity under the conditions defined by the AMF's General Regulations, the number of shares taken into account for

calculating the aforementioned 10% cap corresponds to the number of shares purchased, less the number of shares sold on again for the duration of the authorization,

- (ii) the total number of shares held by the Company on any given date does not exceed the maximum legal limit of 10% of the shares comprising the Company's share capital on this same date,

5. **grants** full powers to the Board of Directors, with an option to delegate under the legal conditions in force, to decide on and implement this authorization and carry out this share buyback program, within the limits of the authorization given, to clarify its terms, if necessary, and determine its conditions, and notably to place any stock market orders, to enter into any agreements, notably with a view to the registration of share purchases and sales, to allocate or reallocate the shares acquired to the objectives set under the legal and regulatory conditions applicable, to set the conditions for safeguarding the rights of holders of securities entitling them to access the Company's capital in accordance with the legal and regulatory provisions and, if applicable, the contractual stipulations providing for other adjustment cases, to make any filings with the French Financial Markets Authority (AMF) and any other relevant authorities or bodies, to perform all other formalities, to make all the declarations provided for under the law and, more generally, to do whatever is necessary,

6. **decides** that this authorization, which cancels and replaces for the future and up to the amount of the portion not yet used, if applicable, any prior authorization of the same kind and particularly the authorization granted by the Company's Ordinary General Meeting on 15 May 2020 in its 11th resolution, is valid for 18 months from the date of this Meeting.

II. TO BE SUBMITTED TO THE EXTRAORDINARY GENERAL MEETING

Nineteenth resolution *(Authorization for the Board of Directors to reduce the Company's share capital by canceling treasury stock.)*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and in accordance with Article L.22-10-62 of the French commercial code:

1. **authorizes** the Board of Directors to reduce the Company's share capital, on one or more occasions, in the proportions and at the times that it determines, by cancelling any quantity of treasury stock that it decides upon within the limits authorized under French law, in accordance with Articles L.225-213 and L.22-10-62 et seq of the French commercial code,

2. **decides** that the maximum number of shares cancelled by the Company under this delegation over a 24-month period may not exceed 10% of the Company's capital on the date of each cancellation, it being understood that this limit applies to an amount of the Company's capital that will be adjusted as relevant in order to factor in any operations affecting the share capital following this General Meeting,

3. **grants** full powers to the Board of Directors, with an option to sub delegate under the legal conditions in force, to carry out operations to cancel and reduce the share capital as provided for under this authorization, to allocate the difference between the buyback value of the ordinary shares canceled and the par value against all available premium and reserve items, to allocate the fraction of the legal reserve made available as a result of the capital reduction, to amend the articles of association accordingly, to perform all the formalities, measures and filings required with all bodies and, more generally, to do whatever is necessary,

4. **decides** that this delegation is valid for 26 months from the date of this General Meeting and cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any prior authorization with the same purpose and particularly the authorization granted by the Company's Ordinary General Meeting on 24 May 2019 in its 9th resolution.

Twentieth resolution *(Delegation of authority for the Board of Directors to increase the share capital (i) of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders' preferential subscription rights maintained or (ii) by incorporating premiums, reserves, profits or other elements)*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-129 and L.22-10-49 et seq of the French commercial code and specifically Articles L.225-129 to L.225-130, L.225-132 to L.225-134, L.22-10-49 to L.22-10-50 and Articles L.228-91 et seq of the French commercial code:

1. **delegates** to the Board of Directors, with an option to subdelegate under the legal conditions in force, the authority to decide, in the proportions and at the times that it determines, to carry out one or more capital increases:

- (i) by issuing, in France or abroad, in euros, in foreign currencies or in any monetary unit determined with reference to several currencies, with or without premiums, on a free basis or subject to payment, (a) ordinary Company shares and/or (b) transferable securities, of any kind, governed by Articles L.228-92 paragraph 1, L.228-93 paragraphs 1 and 3 or L.228-94 paragraph 2 of the French commercial code giving access, immediately and/or in the future, at any time or on a set date, through the subscription, conversion, exchange, redemption or presentation of a warrant or any other means, to the capital of the Company or other companies (including those that directly or indirectly hold more than half of the share capital of the Company and those in which the Company directly or indirectly holds more than half of their share capital), while noting that the shares covered in (a) and the transferable securities covered in (b) may be paid up in cash or through offsetting receivables under the legal conditions in force, and/or
- (ii) by incorporating into the capital any premiums, reserves, profits or other items that may be capitalized under the legal and statutory conditions in force through issuing new capital securities and/or increasing the par value of existing shares.

2. **decides** that the maximum nominal amount of the capital increases and issues covered in section 1.(i) above is set at 50,000,000 euros or the equivalent in any other currency or monetary unit determined with reference to several currencies, in addition to, if applicable, the additional amount of shares to be issued to safeguard, in accordance with the legal and regulatory provisions in force and, if applicable, the contractual stipulations providing for other adjustment cases, the rights of holders of transferable securities giving access to the capital or other rights giving access to the Company's capital,

3. **decides** that the total amount of the capital increases resulting from the incorporation of reserves, premiums and profits covered in section 1.(ii) above, in addition to the additional amount of shares to be issued to safeguard, in accordance with the legal and regulatory provisions in force and, if applicable, the contractual stipulations providing for other adjustment cases, the rights of holders of transferable securities giving access to the capital or other rights giving access to the Company's capital and independently from the 50,000,000 euro cap set in section 2. above, may be no higher than the amount of the accounts for reserves, premiums or profits that exist at the time of the capital increase,

4. **decides** that the total maximum nominal amount of the capital increases that may be carried out under (i) this delegation (with the exception of those carried out under section 1.(ii) above), on the one hand, and (ii) those granted under the 21st to 29th resolutions from this General Meeting, on the other hand, is set at 50,000,000 euros or the equivalent in any other currency or monetary unit determined with reference to several currencies, while noting that this overall limit will be in addition to, if applicable, the nominal amount of any additional shares to be issued, in the event of new financial operations, to safeguard, in accordance with the legal and regulatory provisions in force and, if applicable, the contractual stipulations providing for other adjustment cases, the rights of holders of transferable securities giving access to the capital or other rights giving access to the Company's capital,

5. **decides**, if the Board of Directors uses this delegation in connection with the issues presented in section 1.(i) above, that:

- (i) in proportion to the amount of their shares, the shareholders will have preferential subscription rights for the ordinary shares and/or transferable securities issued under this resolution,
- (ii) the Board of Directors may, in accordance with Article L.225-133 of the French commercial code, award the capital securities that have not been subscribed for on a basis not subject to allocation to the shareholders that have subscribed for a number of securities exceeding their entitlement on a subject to allocation basis, in proportion to their subscription rights and within the limit of their requests,
- (iii) if the subscriptions on a basis not subject to allocation and, if applicable, subject to allocation, have not accounted for the entire issue of shares or transferable securities as defined above, the Board of Directors may, with an option to subdelegate under the legal conditions in force, use, in the order that it determines, one of the options provided for in Article L.225-134 of the French commercial code and/or just some of them, including offering all or part of the shares or transferable securities not subscribed for to the public, while noting that, in accordance with Article L.225-134 of the French commercial code,

the Board of Directors may limit the capital increase to the amount of subscriptions, provided that, in the case of issues of shares or transferable securities whose primary security is a share, this reaches, following use, if applicable, of the two options indicated in sections 2 and 3 of Article L.225-134 of the French commercial code, three quarters of the increase decided on.

6. **acknowledges** that under this delegation, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of holders of transferable securities issued under this delegation and entitling them to access the Company's capital, for the shares that such transferable securities will entitle such holders to,

7. if the Board of Directors uses the delegation provided for in section 1.(ii) above with an issue of new capital securities, the General Meeting **decides** (i) in accordance with Article L.225-130 of the French commercial code, that the rights forming fractions will not be able to be traded and the corresponding financial securities will be sold under the conditions determined by the Board of Directors; the sums resulting from the sale will be allocated to the holders of the rights within the regulatory timeframe applicable and (ii) that the shares that will be awarded under this delegation for existing shares entitled to double voting rights will benefit from these rights from their issue,

8. **decides** that the Board of Directors will have full powers, with an option to subdelegate under the legal conditions in force, to implement this delegation of authority, notably with a view to:

- (i) deciding to issue ordinary shares and/or transferable securities giving access, immediately or in the future, to the capital of the Company or another company,
- (ii) determining the dates, conditions and arrangements for any issues, as well as the form and characteristics of the ordinary shares and/or transferable securities to be issued, with or without premiums, and in particular:
 - setting the amount of the issue or issues that will be carried out under this delegation, notably determining the issue price and subscription price for the ordinary shares and/or transferable securities, the amount of the premium that may be requested for the issue, the timeframes, arrangements and conditions for the transferable securities to be subscribed for, paid up, issued and entitled to dividends, within the legal or regulatory limits in force,
 - setting, if applicable, the conditions for exercising the rights associated with the shares and/or transferable securities to be issued, notably determining their conditions for conversion, exchange or redemption, including through the reissuing of the Company's assets such as transferable securities already issued by the Company,
 - determining, under the legal conditions in force, the arrangements for adjusting the conditions for future access to the capital with the transferable securities and/or financial securities to be issued,
 - suspending, if applicable, the exercising of the rights to be awarded shares associated with the transferable securities to be issued for a maximum of three months,

(iii) for issues of debt securities:

- determining the type and characteristics of these securities, including the par value and dividend entitlement date, the issue price, the interest rate (fixed and/or variable), the fixed or variable redemption price, and the redemption premium, if applicable, and particularly deciding whether they are subordinate or not (subordination may concern the principal capital and/or the interest on these securities), determining their subordination level, their duration (which may be fixed or not) and providing for, as relevant, mandatory or optional cases for early redemption and/or suspension or non-payment of interest, the possibility to reduce or increase the par value of the securities, and the other conditions for issues (including granting them guarantees or sureties) and amortization (including redemption through reissuing of the Company's assets),
 - amending, during the life of the securities concerned, their terms and conditions, in accordance with the formalities applicable,
 - carrying out said issues within the limit set above, determining the issue date, type, amounts and currency,
- (iv) collecting the subscriptions and the corresponding payments, determining the amount of receivables to be offset, and acknowledging the performance of the capital increases for the amount of the shares that will be subscribed for,
- (v) making all allocations against the premiums and particularly those for costs incurred by carrying out the issues and, if applicable, deducting from this amount the sums required to raise the legal reserve to one-tenth of the new capital after each capital increase,
- (vi) determining and making any adjustments intended to take into account the impact of operations on the Company's capital or equity, notably in the event of a change in the share's par value, a capital increase through the incorporation of reserves, profits or premiums, free share awards, stock splits or consolidations, distribution of reserves or any other assets, amortization of the capital, or any other operation concerning shareholders' equity, and determining the conditions under which the rights of holders of transferable securities giving access to the capital will be safeguarded, if applicable,
- (vii) acknowledging the performance of the capital increases resulting from any issue carried out under this delegation and amending the articles of association accordingly.

In addition, and more generally, the Board of Directors may take any useful measures, enter into any agreements to ensure the successful completion of the issues being considered, and complete any formalities required for the admission of the shares, rights and transferable securities issued in this way for trading on Euronext in Paris or, if applicable, any other market.

9. **sets** the validity of the delegation of authority under this resolution for 26 months from the date of this General Meeting's decision,

10. **acknowledges** that this delegation of authority cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any prior delegation with the same purpose

and particularly the delegation granted by the Extraordinary General Meeting on 24 May 2019 in its 10th resolution.

Twenty-first resolution *(Delegation of authority for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders' preferential subscription rights waived, through a public offer other than those covered under section 1 of Article L.411-2 of the French monetary and financial code (Code monétaire et financier))*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-129 and L.22-10-49 et seq of the French commercial code and specifically Articles L.225-129 to L.225-129-6, L.225-135, L.225-136, L.22-10-49, L.22-10-51, L.22-10-52, L.22-10-54 et seq of the French commercial code:

1. **delegates** to the Board of Directors, with an option to subdelegate under the legal conditions in force, the authority to decide on one or more capital increases by issuing, in France or abroad, through a public offer other than those covered under section 1 of Article L.411-2 of the French monetary and financial code, in the proportions and at the times that it determines, in euros, in foreign currencies or in any monetary unit determined with reference to several currencies, with or without premiums, on a free basis or subject to payment (i) ordinary Company shares and/or (ii) transferable securities, of any kind, governed by Articles L.228-92 paragraph 1, L.228-93 paragraphs 1 and 3 or L.228-94 paragraph 2 of the French commercial code giving access, immediately and/or in the future, at any time or on a set date, through the subscription, conversion, exchange, redemption or presentation of a warrant or any other means, to the capital of the Company or other companies (including those that directly or indirectly hold more than half of the share capital of the Company and those in which the Company directly or indirectly holds more than half of their share capital), while noting that the shares covered in (i) and the transferable securities covered in (ii) may be paid up in cash or through offsetting receivables under the legal conditions in force. These securities may in particular be issued as consideration for securities contributed to the Company in connection with a public exchange offer carried out in France or abroad in accordance with the rules on securities meeting the conditions set out in Article L.22-10-54 of the French Commercial Code.,

2. **delegates** to the Board of Directors, with an option to subdelegate under the legal conditions in force, its authority to decide to issue shares or transferable securities giving access, directly or indirectly, to the Company's capital to be issued following the issue, by the companies in which the Company directly or indirectly holds more than half of their share capital or by the companies that directly or indirectly hold more than half of its capital, of transferable securities giving access to the Company's capital; as a result of this decision, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of holders of transferable securities issued by companies of the Group under this delegation and entitling them to access the Company's capital, for the shares that such transferable securities will entitle such holders to,

3. **decides** to set the following limits for the amounts of capital increases and issues authorized for the Board of Directors under this delegation:

- (i) the maximum nominal amount of the capital increases and security issues that may be carried out, immediately and/or in the future, under this delegation of authority, is set at 50,000,000 euros or the equivalent in any other currency or monetary unit determined with reference to several currencies, with this amount allocated against the overall limit set in the 20th resolution from this General Meeting,
- (ii) the nominal amount of any shares to be issued, in the event of new financial operations, to safeguard, in accordance with the legal and regulatory provisions and, if applicable, the contractual stipulations providing for other adjustment cases, the rights of holders of transferable securities giving access to the capital or other rights giving access to the capital of the Company will be added to these maximum limits, if applicable,

4. **decides** to cancel shareholders' preferential subscription rights for the Company's ordinary shares and/or securities to be issued under this delegation and delegates to the Board of Directors, in accordance with Article L.22-10-51 of the French commercial code, the option to set, based on a timeframe and conditions that it will determine in accordance with the legal and regulatory provisions applicable and for all or part of an issue carried out under this delegation, a priority subscription period for the shareholders that will not lead to the creation of tradable rights and that will need to be applied in proportion to the number of shares held by each shareholder and may potentially be supplemented with a subscription subject to allocation, while noting that the securities not subscribed for in this way may be subject to a public offering in France and/or abroad,

5. **acknowledges** that under this delegation, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of holders of transferable securities issued under this delegation and entitling them to access the Company's capital, immediately or in the future, for the shares that such transferable securities will entitle such holders to,

6. **decides** that the subscription price for the securities issued under this delegation will be determined in accordance with legal provisions applicable on the day of the issue (i.e., to date, those of Articles L.22-10-52 and R.22-10-32 of the French commercial code),

7. **decides** that the amount of the capital increase may be limited to the amount of the subscriptions collected, provided that they reach at least three quarters of the amount of the issue initially set,

8. **decides** that the Board of Directors will have full powers, with an option to subdelegate under the legal conditions in force, to implement this delegation of authority, notably with a view to:

- (i) deciding to issue ordinary shares and/or transferable securities giving access, immediately or in the future, to the capital of the Company or another company,
- (ii) determining the dates, conditions and arrangements for any issues, as well as the form and characteristics of the ordinary shares and/or transferable securities to be issued, with or without premiums, and in particular:

- setting the amount of the issue or issues that will be carried out under this delegation, notably determining the issue price and subscription price for the ordinary shares and/or transferable securities, the amount of the premium that may be requested for the issue, the timeframes, arrangements and conditions for the transferable securities to be subscribed for, paid up, issued and entitled to dividends, within the legal or regulatory limits in force,
 - setting, if applicable, the conditions for exercising the rights associated with the shares and/or transferable securities to be issued, notably determining their conditions for conversion, exchange or redemption, including through the reissuing of the Company’s assets such as transferable securities already issued by the Company,
 - determining, under the legal conditions in force, the arrangements for adjusting the conditions for future access to the capital with the transferable securities and/or financial securities to be issued,
 - suspending, if applicable, the exercising of the rights to be awarded associated with the transferable securities to be issued for a maximum of three months,
- (iii) for issues of transferable securities as payment for securities contributed in connection with a public offering with an exchange component (public exchange offer), determining the list of securities tendered for the exchange, setting the issue conditions, the exchange ratio and, if applicable, the amount of the cash balance to be paid, without the conditions for determining prices in this resolution applying, and determining the conditions for issuing in connection with a public exchange offer, or an alternative purchase or exchange offer, or a single offer proposing the purchase or exchange of the securities concerned in exchange for a payment in securities and cash, or a public tender or exchange offer on a principal basis, combined with a public exchange offer or a public tender offer on a subsidiary basis, or any other form of public offering in accordance with the law and regulations applicable for said public offering,
- (iv) for issues of debt securities:
- determining the type and characteristics of these securities, including the par value and dividend entitlement date, the issue price, the interest rate (fixed and/or variable), the fixed or variable redemption price, and the redemption premium, if applicable, and particularly deciding whether they are subordinate or not (subordination may concern the principal capital and/or the interest on these securities), determining their subordination level, their duration (which may be fixed or not) and providing for, as relevant, mandatory or optional cases for early redemption and/or suspension or non-payment of interest, the possibility to reduce or increase the par value of the securities, and the other conditions for issues (including granting them guarantees or sureties) and amortization (including redemption through reissuing of the Company’s assets),
 - amending, during the life of the securities concerned, their terms and conditions, in accordance with the formalities applicable,

- carrying out said issues within the limit set above, determining the issue date, type, amounts and currency,
- (v) collecting the subscriptions and the corresponding payments, determining the amount of receivables to be offset, and acknowledging the performance of the capital increases for the amount of the shares that will be subscribed for,
 - (vi) making all allocations against the premiums and particularly those for costs incurred by carrying out the issues and, if applicable, deducting from this amount the sums required to raise the legal reserve to one-tenth of the new capital after each capital increase,
 - (vii) determining and making any adjustments intended to take into account the impact of operations on the Company's capital or equity, notably in the event of a change in the share's par value, a capital increase through the incorporation of reserves, profits or premiums, free share awards, stock splits or consolidations, distribution of reserves or any other assets, amortization of the capital, or any other operation concerning shareholders' equity, and determining the conditions under which the rights of holders of transferable securities giving access to the capital will be safeguarded, if applicable,
 - (viii) acknowledging the performance of the capital increases resulting from any issue carried out under this delegation and amending the articles of association accordingly,

In addition, and more generally, the Board of Directors may take any useful measures, enter into any agreements to ensure the successful completion of the issues being considered, and complete any formalities required for the admission of the shares, rights and transferable securities issued in this way for trading on Euronext in Paris or, if applicable, any other market,

9. **sets** the validity of the delegation of authority under this resolution for 26 months from the date of this General Meeting's decision,

10. **acknowledges** that this delegation of authority cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any prior delegation with the same purpose and particularly the delegation granted by the Extraordinary General Meeting on 15 May 2020 in its 13th resolution.

Twenty-second resolution (*Delegation of authority for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders' preferential subscription rights waived, through a public offer covered under section 1 of Article L.411-2 of the French monetary and financial code (Code monétaire et financier)*)

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-129 and L.22-10-49 et seq of the French commercial code and specifically Articles L.225-129 to L.225-129-6, L.225-135, L.225-136, L.22-10-49, L.22-10-52, L.22-10-54 and Articles L.228-91 et seq of the French commercial code:

1. **delegates** to the Board of Directors, with an option to sub delegate under the legal conditions in force, the authority to decide on one or more capital increases by issuing, in France or abroad, through a public offer in accordance with Article L.411-2 1 of the French monetary and financial code, in the proportions and at the times that it determines, in euros, in foreign currencies or in any monetary unit determined with reference to several currencies, with or without premiums, on a free basis or subject to payment (i) ordinary Company shares and/or (ii) transferable securities, of any kind, governed by Articles L.228-92 paragraph 1, L.228-93 paragraphs 1 and 3 or L.228-94 paragraph 2 of the French commercial code giving access, immediately and/or in the future, at any time or on a set date, through the subscription, conversion, exchange, redemption or presentation of a warrant or any other means, to the capital of the Company or other companies (including those that directly or indirectly hold more than half of the share capital of the Company and those in which the Company directly or indirectly holds more than half of their share capital), while noting that the shares covered in (i) and the transferable securities covered in (ii) may be paid up in cash or through offsetting receivables under the legal conditions in force,

2. **delegates** to the Board of Directors, with an option to sub delegate under the legal conditions in force, its authority to decide to issue shares or transferable securities giving access to the Company's capital to be issued following the issue, by the companies in which the Company directly or indirectly holds more than half of their share capital or by the companies that directly or indirectly hold more than half of its capital, of transferable securities giving access to the Company's capital; as a result of this decision, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of holders of transferable securities issued by companies of the Group under this delegation and entitling them to access the Company's capital, for the shares that such transferable securities will entitle such holders to

3. **decides** to set the following limits for the amounts of capital increases and issues authorized for the Board of Directors under this delegation:

- (i) the maximum nominal amount of the capital increase or increases that may be carried out, immediately and/or in the future, under this delegation of authority, and under the conditions set out in Articles L.411-2 1 of the French monetary and financial code and L.225-136 of the French commercial code, is set at 50,000,000 euros or the equivalent in any other currency or monetary unit determined with reference to several currencies and may not exceed the limits set by the regulations applicable on the day of the issue (to date, 20% of the share capital per year), with this amount allocated against the overall limit set in the 20th resolution from this General Meeting,
- (ii) the nominal amount of any shares to be issued, in the event of new financial operations, to safeguard, in accordance with the legal and regulatory provisions and, if applicable, the contractual stipulations providing for other adjustment cases, the rights of holders of transferable securities giving access to the capital or other rights giving access to the capital of the Company will be added to these maximum limits, if applicable,

4. **decides** to cancel shareholders' preferential subscription rights for the Company's ordinary shares and/or securities to be issued under this delegation,

5. **acknowledges** that under this delegation, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of holders of transferable securities issued under this delegation and entitling them to access the Company's capital, for the shares that such transferable securities will entitle such holders to, immediately or in the future,

6. **decides** that the subscription price for the securities issued under this delegation will be determined in accordance with Articles with legal provisions applicable on the day of the issue (i.e., to date, those of Articles L.22-10-52 and R.22-10-32 of the French commercial code),

7. **decides** that the amount of the capital increase may be limited to the amount of the subscriptions collected, provided that they reach at least three quarters of the amount of the issue initially set,

8. **decides** that the Board of Directors will have full powers, with an option to subdelegate under the legal conditions in force, to implement this delegation of authority, notably with a view to:

- (i) deciding to issue ordinary shares and/or transferable securities giving access, immediately or in the future, to the capital of the Company or another company,
- (ii) determining the dates, conditions and arrangements for any issues, as well as the form and characteristics of the ordinary shares and/or transferable securities to be issued, with or without premiums, and in particular:
 - setting the amount of the issue or issues that will be carried out under this delegation, notably determining the issue price and subscription price for the ordinary shares and/or transferable securities, the amount of the premium that may be requested for the issue, the timeframes, arrangements and conditions for the transferable securities to be subscribed for, paid up, issued and entitled to dividends, within the legal or regulatory limits in force,
 - setting, if applicable, the conditions for exercising the rights associated with the shares and/or transferable securities to be issued, notably determining their conditions for conversion, exchange or redemption, including through the reissuing of the Company's assets such as transferable securities already issued by the Company,
 - determining, under the legal conditions in force, the arrangements for adjusting the conditions for future access to the capital with the transferable securities and/or financial securities to be issued,
 - suspending, if applicable, the exercising of the rights to be awarded associated with the transferable securities to be issued for a maximum of three months,
- (iii) for issues of debt securities:
 - determining the type and characteristics of these securities, including the par value and dividend entitlement date, the issue price, the interest rate (fixed and/or variable), the fixed or variable redemption price, and the redemption premium, if applicable, and particularly deciding whether they are subordinate or not (subordination may concern the principal capital and/or the interest on these

securities), determining their subordination level, their duration (which may be fixed or not) and providing for, as relevant, mandatory or optional cases for early redemption and/or suspension or non-payment of interest, the possibility to reduce or increase the par value of the securities, and the other conditions for issues (including granting them guarantees or sureties) and amortization (including redemption through reissuing of the Company's assets),

- amending, during the life of the securities concerned, their terms and conditions, in accordance with the formalities applicable,
 - carrying out said issues within the limit set above, determining the issue date, type, amounts and currency,
- (iv) collecting the subscriptions and the corresponding payments, determining the amount of receivables to be offset, and acknowledging the performance of the capital increases for the amount of the shares that will be subscribed for,
- (v) making all allocations against the premiums and particularly those for costs incurred by carrying out the issues and, if applicable, deducting from this amount the sums required to raise the legal reserve to one-tenth of the new capital after each capital increase,
- (vi) determining and making any adjustments intended to take into account the impact of operations on the Company's capital or equity, notably in the event of a change in the share's par value, a capital increase through the incorporation of reserves, profits or premiums, free share awards, stock splits or consolidations, distribution of reserves or any other assets, amortization of the capital, or any other operation concerning shareholders' equity, and determining the conditions under which the rights of holders of transferable securities giving access to the capital will be safeguarded, in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment,
- (vii) acknowledging the performance of the capital increases resulting from any issue carried out under this delegation and amending the articles of association accordingly,

In addition, and more generally, the Board of Directors may take any useful measures, enter into any agreements to ensure the successful completion of the issues being considered, and complete any formalities required for the admission of the shares, rights and transferable securities issued in this way for trading on Euronext in Paris or, if applicable, any other market,

9. **sets** the validity of the delegation of authority under this resolution for 26 months from the date of this General Meeting's decision,

10. **acknowledges** that this delegation of authority cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any prior delegation with the same purpose and particularly the delegation granted by the Extraordinary General Meeting on 15 May 2020 in its 15th resolution.

Twenty-third resolution *(Authorization for the Board of Directors to increase the number of securities to be issued in the event of excess demand for capital increases with preferential subscription rights maintained or waived.)*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings and subject to their approval:

1. **decides** that, for each issue decided on in accordance with the 20th, 21st and 22nd resolutions presented above, the Board of Directors may increase the number of securities to be issued under the conditions set by Article L.225-135-1 of the French commercial code and within the overall maximum limit set in the 20th resolution, if it records excess demand,
2. **delegates** to the Board of Directors, with an option to sub delegate, in accordance with Article R.225-118 of the French commercial code, the authority to use this option at the same price as that retained for the initial issue and within the timeframes and limits set under the regulations applicable on the day of the issue (to date, within 30 days of the subscription closing and for up to 15% of the initial issue),
3. **sets** the validity of the delegation of authority under this resolution for 26 months from the date of this General Meeting's decision,
4. **acknowledges** that this delegation of authority cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any prior delegation with the same purpose and particularly the delegation granted by the Extraordinary General Meeting on 24 May 2019 in its 13th resolution.

Twenty-fourth resolution *(Authorization for the Board of Directors to determine the issue price, within the limit of 10% of the share capital per year, in connection with a capital increase by issuing capital securities with shareholders' preferential subscription rights waived.)*

Having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-136 1 and L.22-10-52 of the French commercial code, the General Meeting:

1. **authorizes** the Board of Directors, with an option to subdelegate under the legal conditions in force, for the issues decided on in accordance with the 21st and 22nd resolutions and within the limit of 10% of the share capital per year, to set the issue price at an amount that is equal to or higher than the following, as chosen by the Board of Directors:
 - (i) the Company's last closing share price before the issue price is set less a potential maximum discount of 20%,
 - (ii) the Company's weighted average share price on Euronext Paris for the last three trading days prior to the setting of the issue price less a potential maximum discount of 20%,

- (iii) the Company's average share price on the Euronext Paris market over a maximum period of six months preceding the setting of the issue price, less a potential maximum discount of 20%.

2. **decides** that this authorization, which cancels and replaces for the future and up to the amount of the portion not yet used, if applicable, any prior authorization of the same kind and particularly the authorization granted by the Extraordinary General Meeting on 24 May 2019 in its 14th resolution, is valid for 26 months from the date of this General Meeting's decision.

Twenty-fifth resolution *(Authorization for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with preferential subscription rights waived, as payment for contributions in kind.)*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-129, L.225-129-2, L.225-147, L.22-10-53 and L.228-91 et seq of the French commercial code:

1. **authorizes** the Board of Directors and delegates to it, with an option to sub delegate under the legal conditions in force, the powers required to issue, on one or more occasions, (i) ordinary Company shares and/or (ii) transferable securities governed by Articles L.228-92 paragraph 1, L.228-93 paragraphs 1 and 3 or L.228-94 paragraph 2 of the French commercial code giving access, immediately or in the future, at any time or on a set date, through the subscription, conversion, exchange, redemption or presentation of a warrant or any other means, to the capital of the Company or other companies (including those that directly or indirectly hold more than half of the share capital of the Company and those in which the Company directly or indirectly holds more than half of their share capital), intended as payment for contributions in kind granted to the Company and comprising capital securities or transferable securities giving access to the capital, when the terms of Article L.22-10-54 of the French commercial code do not apply,

2. **decides** that the Board of Directors will have full powers to implement this delegation and notably to rule on the Statutory Auditors' report, acknowledge the performance of the contributions in kind, increase the share capital and amend the articles of association accordingly,

3. **decides** to set the following limits for capital increases authorized for the Board of Directors under this authorization:

- (i) the maximum nominal amount of capital increases and issues that may be carried out, immediately and/or in the future, under this delegation is set at 50,000,000 euros or the equivalent in any other currency or monetary unit determined with reference to several currencies, with this amount allocated against the overall limit set in the 20th resolution from this General Meeting,

- (ii) the issues of shares and transferable securities giving access to the capital under this authorization will not exceed the limits set by the regulations applicable on the day of the issue (to date, 10% of the capital); and
- (iii) the nominal amount of any shares to be issued, in the event of new financial operations, to safeguard, in accordance with the legal and regulatory provisions and, if applicable, the contractual stipulations providing for other adjustment cases, the rights of holders of transferable securities giving access to the capital or other rights giving access to the capital of the Company will be added to these maximum limits, if applicable,

4. **decides** that the Board of Directors will have full powers, with an option to subdelegate under the legal conditions in force, to implement this authorization, notably with a view to:

- (i) deciding to issue ordinary shares and/or transferable securities giving access, immediately or in the future, to the Company's capital, as payment for contributions,
- (ii) setting the list of capital securities and transferable securities contributed and giving access to the capital, approving the valuation of contributions, setting the conditions for the issuing of shares and/or transferable securities in return for contributions, in addition to, as relevant, the amount of the balance to be paid, approving the granting of any specific benefits, and reducing, subject to the contributors' approval, the valuation of contributions or the remuneration relating to any specific benefits,
- (iii) determining the conditions and characteristics of the shares and/or transferable securities given as payment for contributions and amending, during the life of these securities, said conditions and characteristics in accordance with the formalities applicable,
- (iv) on its initiative alone, allocating the costs for capital increases against the amount of the corresponding premiums,
- (v) determining, under the legal conditions in force, the arrangements for adjusting the conditions for future access to the capital with the transferable securities and/or financial securities to be issued,
- (vi) acknowledging the performance of each capital increase and amending the articles of association accordingly,

Furthermore, in general, the Board of Directors may enter into any agreement required, notably with a view to ensuring the successful completion of any issues planned, taking any measures and performing all formalities required for the issuing, listing and financial servicing of securities issued under this authorization, as well as the exercising of the corresponding rights.

4. **sets** the validity of the authorization under this resolution for 26 months from the date of this General Meeting's decision.

5. **acknowledges** that this authorization cancels and replaces for the future and up to the amount of the portion not yet used, if applicable, any authorization of the same kind and particularly the authorization granted by the Extraordinary General Meeting on 24 May 2019 in its 15th resolution.

Twenty-sixth resolution *(Authorization for the Board of Directors to increase the share capital of the Company or another company by issuing ordinary shares and/or securities entitling holders to access the capital immediately or in the future, with shareholders' preferential subscription rights waived, for categories of people in accordance with Article L.225-138 of the French commercial code)*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-129, L.225-129-2, L.225-138 and L.22-10-49 et seq of the French commercial code and L.228-91 et seq of the commercial code:

1. **delegates** to the Board of Directors, with an option to sub delegate under the legal conditions in force, its authority to issue, on one or more occasions, in France or abroad, in the proportions and at the times that it determines, in euros, in foreign currencies or in any monetary unit determined with reference to several currencies, with or without premiums, on a free basis or subject to payment (i) ordinary Company shares and/or (ii) transferable securities, of any kind, governed by Articles L.228-92 paragraph 1, L.228-93 paragraphs 1 and 3 or L.228-94 paragraph 2 of the French commercial code giving access, immediately and/or in the future, at any time or on a set date, through the subscription, conversion, exchange, redemption or presentation of a warrant or any other means, to the capital of the Company or other companies (including those that directly or indirectly hold more than half of the share capital of the Company and those in which the Company directly or indirectly holds more than half of their share capital), while noting that the shares covered in (i) and the transferable securities covered in (ii) may be paid up in cash or through offsetting receivables under the legal conditions in force,
2. **delegates** to the Board of Directors, with an option to sub delegate under the legal conditions in force, the authority to set the list of beneficiaries within these categories and the number of securities to be awarded to each one of them,
3. **decides** that the maximum nominal amount of capital increases and issues that may be carried out under this delegation is set at 50,000,000 euros, with this amount allocated against the overall maximum limit set in the 20th resolution from this General Meeting,
4. **decides** to cancel shareholders' preferential subscription rights for the Company's ordinary shares and/or securities to be issued under this resolution to the following categories of parties:
 - (i) French or foreign-law investment companies, collective savings fund managers or investment funds (including any undertakings for investment, UCITS, AIFs or holding companies) investing in companies from high-technology sectors with scientific, military, industrial and/or medical applications, and/or
 - (ii) French or foreign-law industrial groups with operational activities in high-tech sectors with scientific, military, industrial and/or medical applications; and/or,

(iii) [any entity, under French or foreign law, with or without legal personality, including any subsidiary of credit institutions or investment services providers, whose exclusive purpose is to subscribe, hold and/or sell shares or other financial instruments of the Company, on behalf of employees and/or corporate officers of the Company and/or companies related to it under the conditions of Article L.225-180 of the Commercial Code.]

5. **decides** that the subscription price for the securities issued under this delegation may be no less than the lower of the following values:

- (i) the Company's last closing share price before the issue price is set less a potential maximum discount of 20%,
- (ii) the Company's weighted average share price on Euronext Paris for the last three trading days prior to the setting of the issue price less a potential maximum discount of 20%.

6. **acknowledges** that under this delegation, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of holders of transferable securities issued under this delegation, for the shares that such transferable securities will entitle such holders to,

7. **decides** that if the subscriptions have not accounted for the full amount of an issue of shares or securities as defined above, the Board of Directors may limit the amount of the capital increase or issue to the amount of the subscriptions collected, provided that they reach at least three quarters of the amount of the issue initially set,

8. **decides** that the Board of Directors will have full powers, with an option to subdelegate, to implement this delegation, under the conditions set by the law and the articles of association, notably with a view to:

- (i) deciding to issue ordinary shares and/or transferable securities giving access, immediately or in the future, to the capital of the Company or another company,
- (ii) determining the dates, conditions and arrangements for any issues, as well as the form and characteristics of the ordinary shares and/or transferable securities to be issued, with or without premiums, and in particular:
 - setting the amount of the issue or issues that will be carried out under this delegation, notably determining the issue price and subscription price for the ordinary shares and/or transferable securities, the amount of the premium that may be requested for the issue, the timeframes, arrangements and conditions for the transferable securities to be subscribed for, paid up, issued and entitled to dividends, within the legal or regulatory limits in force,
 - setting, if applicable, the conditions for exercising the rights associated with the shares and/or transferable securities to be issued, notably determining their conditions for conversion, exchange or redemption, including through the reissuing of the Company's assets such as transferable securities already issued by the Company,

- determining, under the legal conditions in force, the arrangements for adjusting the conditions for future access to the capital with the transferable securities and/or financial securities to be issued,
 - suspending, if applicable, the exercising of the rights to be awarded shares associated with the transferable securities to be issued for a maximum of three months,
- (iii) for issues of debt securities:
- determining the type and characteristics of these securities, including the par value and dividend entitlement date, the issue price, the interest rate (fixed and/or variable), the fixed or variable redemption price, and the redemption premium, if applicable, and particularly deciding whether they are subordinate or not (subordination may concern the principal capital and/or the interest on these securities), determining their subordination level, their duration (which may be fixed or not) and providing for, as relevant, mandatory or optional cases for early redemption and/or suspension or non-payment of interest, the possibility to reduce or increase the par value of the securities, and the other conditions for issues (including granting them guarantees or sureties) and amortization (including redemption through reissuing of the Company’s assets),
 - amending, during the life of the securities concerned, their terms and conditions, in accordance with the formalities applicable,
 - carrying out said issues within the limit set above, determining the issue date, type, amounts and currency,
- (iv) collecting the subscriptions and the corresponding payments, determining the amount of receivables to be offset, and acknowledging the performance of the capital increases for the amount of the shares that will be subscribed for,
- (v) making all allocations against the premiums and particularly those for costs incurred by carrying out the issues and, if applicable, deducting from this amount the sums required to raise the legal reserve to one-tenth of the new capital after each capital increase,
- (vi) determining and making any adjustments intended to take into account the impact of operations on the Company’s capital or equity, notably in the event of a change in the share’s par value, a capital increase through the incorporation of reserves, profits or premiums, free share awards, stock splits or consolidations, distribution of reserves or any other assets, amortization of the capital, or any other operation concerning shareholders’ equity, and determining the conditions under which the rights of holders of transferable securities giving access to the capital will be safeguarded, if applicable,
- (vii) acknowledging the performance of the capital increases resulting from any issue carried out under this delegation and amending the articles of association accordingly.

In addition, and more generally, the Board of Directors may take any useful measures, enter into any agreements to ensure the successful completion of the issues being considered, and

complete any formalities required for the admission of the shares, rights and transferable securities issued in this way for trading on Euronext in Paris or, if applicable, any other market.

9. **sets** the validity of the delegation of authority under this resolution for 18 months from the date of this General Meeting's decision,

10. **acknowledges** that this delegation of authority cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any prior delegation with the same purpose and particularly the delegation granted by the Company's Extraordinary General Meeting on 15 May 2020 in its 15th resolution.

Twenty-seventh resolution *(Authorization for the Board of Directors to award new or existing free shares to some or all of the employees or corporate officers of the Company or related companies.)*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225-129-2, L.225-197-1 and L.22-10-59 et seq of the French commercial code:

1. **authorizes** the Board of Directors, with an option to subdelegate under the legal conditions in force, to award, based on its decisions alone, on one or more occasions, existing free shares or free shares to be issued to employees of the Company or related companies or groups under the conditions set out in Article L.225-197-2 of the French commercial code and to corporate officers of the Company or related companies or groups that meet the conditions set by Article L.225-197-1, II of said code,

2. **decides** that the total number of free shares awarded under this authorization may not exceed 10% of the share capital on the day of the Board of Directors' decision. This maximum limit will be increased to 30% of the capital if the award benefits all of the Company's employees, while noting that above 10%, the difference between the number of shares distributed to each employee may not exceed a ratio of one to five,

3. **decides** that:

- (i) free awards of shares to their beneficiaries will become definitive at the end of a vesting period, which may be no less than the period required by the legal provisions applicable on the day of the allocation decision (to date, one year),
- (ii) the shares definitively acquired will be subject, at the end of the aforementioned vesting period, to a holding requirement, which may be no less than the period required by the legal provisions applicable on the day of the allocation decision (to date, one year); however, this holding requirement may be cancelled by the Board of Directors for free shares awarded with a vesting period of at least two years,

4. **decides** that awards will become definitive before the end of the vesting period or, if applicable, the holding requirement, in the event of the beneficiary's disability according to the

second or third categories from Article L.341-4 of the French social security code (Code de la sécurité sociale),

5. **acknowledges** that under this authorization, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of the beneficiaries of free share award, for the shares that may be issued under this authorization,

6. **acknowledges** that the Board of Directors has the authority to modify the number of shares awarded, within the aforementioned maximum limit, to take into account the impact of operations on the Company's capital or equity, notably in the event of a change in the share's par value, a capital increase through the incorporation of reserves, profits or premiums, free share awards, stock splits or consolidations, distribution of reserves or any other assets, amortization of the capital, or any other operation concerning shareholders' equity. Shares awarded in connection with such adjustments will be considered to have been awarded on the same day as the shares initially awarded,

7. **acknowledges** that for free awards of new shares to be issued under this authorization, as the shares are definitively vested, the capital will be increased through the incorporation of reserves, profits or issue premiums for the beneficiaries of said shares and shareholders will expressly waive their rights to the fraction of reserves, premiums and profits to be incorporated into the capital to make it possible to pay up the shares awarded,

8. **grants** full powers to the Board of Directors, with an option to sub-delegate as authorized by the law, to implement this authorization, notably with a view to:

- (i) determining whether the shares awarded freely are shares to be issued and/or existing shares,
- (ii) determining the identity of beneficiaries or one or more categories of beneficiaries for share awards from among the employees and corporate officers of the Company or the aforementioned companies or groups, in addition to the number of shares awarded to each one of them,
- (iii) setting the conditions and, if applicable, the criteria for awarding shares, including the minimum vesting period and the holding period required for each beneficiary, under the conditions set out above,
- (iv) if new shares are issued, allocating, as relevant, any sums needed to free up such shares against reserves, profits or issue premiums, acknowledging the performance of capital increases carried out under this authorization, amending the articles of association accordingly and, more generally, performing all formalities.

9. **sets** the validity of the delegation of authority under this resolution for 38 months from the date of this General Meeting's decision,

10. **acknowledges** that this authorization cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any authorization with the same purpose and

particularly the authorization granted by the Extraordinary General Meeting on 24 May 2019 in its 17th resolution.

Twenty-eighth resolution (*Authorization for the Board of Directors to award stock options to some or all of the Group's employees and corporate officers*)

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings, and in accordance with Articles L.225129-2, L.225-177 to L.225-186-1 and L.22-10-56 of the French commercial code:

1. **authorizes** the Board of Directors, with an option to subdelegate under the legal conditions in force, to grant, on one or more occasions, for the members of staff that it determines from among the employees and corporate officers of the Company and related companies or groups under the conditions set by Article L.225-180 of the commercial code, options entitling them to subscribe for new Company shares to be issued in connection with an increase in its capital, as well as options entitling them to purchase Company shares from the Company's buybacks under the legal conditions in force,
2. **decides** that the stock options awarded under this authorization will not entitle holders to subscribe for or purchase a total number of shares representing more than 10% of the share capital, with this maximum limit determined each time the Board of Directors uses this delegation in relation to the share capital on that date. The shares to be issued for adjustments to be made in order to safeguard, in accordance with legal and regulatory provisions, the rights of the beneficiaries of options will be added to this maximum limit, if applicable, while noting that this amount is allocated against the overall limit set in the 20th resolution from this General Meeting.
3. **decides** that the price to be paid when stock options are exercised will be set, in accordance with legal requirements, by the Board of Directors on the day when the options are awarded,
4. **decides** that, if the Company carries out one of the operations provided for under Article L.225-181 or Article R.22-10-37 of the French commercial code, the Company will take, under the regulatory conditions in force, the measures required to protect the beneficiaries' interests, notably, if applicable, by adjusting the number of shares that may be obtained by exercising the options granted to the beneficiaries to take into account the impact of this operation,
5. **acknowledges** that under this authorization, shareholders of the Company expressly waive their preferential subscription rights, to the benefit of the beneficiaries of the stock options issued under this authorization, for the shares that will be issued upon exercise of such stock options. The increase in the share capital resulting from the exercising of the stock options will be carried out definitively based on the simple declaration of the exercising of the option accompanied by the subscription forms and payments to pay up the securities, which may be made in cash or through offsetting with receivables against the Company,
6. **grants** full powers to the Board of Directors to implement the present authorization and more specifically to:

- (i) determine whether the options awarded will give a right to subscribe newly issued shares or existing treasury shares of the Company,
- (ii) determine the category(ies) of beneficiaries or the list of beneficiaries of options and the number of options awarded to each of them,
- (iii) set the terms and conditions for the options, notably (i) the validity period for the options, while noting that the options will need to be exercised within a maximum of 10 years, (ii) the date(s) or period(s) for exercising options, while noting that the Board of Directors, if applicable, may (a) bring forward the dates or periods for exercising options, (b) maintain the exercisable nature of the options, or (c) modify the dates or periods during which the shares obtained by exercising options will not be able to be transferred or converted to bearer format, (iii) the potential clauses prohibiting the immediate resale of all or part of the shares, while noting that the period set for holding the securities may not exceed three (3) years from the exercising of the options,
- (iv) if applicable, limit, suspend, restrict or prohibit the exercising of options or the transfer or conversion to bearer format of shares obtained by exercising options, during certain periods or from certain events, while its decision may concern all or part of the options or shares or all or part of the beneficiaries,
- (v) set the dividend entitlement date, even on a retroactive basis, for new shares resulting from the exercising of stock options.

7. **decides** that the Board of Directors will also have full powers, with an option to subdelegate under the legal conditions in force, to acknowledge the completion of the capital increases for the amount of the shares that will be effectively subscribed for by exercising stock options, to amend the articles of association accordingly and, at its sole discretion and if it considers this relevant, to allocate the costs for capital increases against the amount of the premiums relating to these operations and to deduct from this amount the sums required to raise the legal reserve to one-tenth of the new capital after each increase, and to perform all necessary formalities for the listing of the securities issued in this way, to perform all filings with all bodies and to do anything else that may be necessary,

8. **sets** the validity of the delegation of authority under this resolution for 38 months from the date of this General Meeting's decision,

9. **acknowledges** that this authorization cancels and replaces as of this day and up to the amount of the portion not yet used, if applicable, any authorization with the same purpose and particularly the authorization granted by the Extraordinary General Meeting on 24 May 2019 in its 18th resolution.

Twenty-ninth resolution *(Authorization for the Board of Directors to increase the share capital by creating ordinary shares, with shareholders' preferential subscription rights waived for employees who are members of a company savings plan)*

The General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' special report, ruling under the quorum and majority conditions for Extraordinary General Meetings and in accordance with Articles L.225-129-2, L.225-129-6, L.225-138-1 of the French commercial code, Articles L.3332-18 to L.3332-24 of the French employment code (Code du travail) and the obligation set by Article L.225-129-6 of the French commercial code:

1. **delegates** to the Board of Directors, with an option to subdelegate under the legal conditions in force, its authority to decide to increase the share capital, on one or more occasions and based on its decisions alone, by issuing ordinary shares to be subscribed for in cash reserved for employees who are members of a company savings plan (plan d'épargne entreprise) set up on the Company's initiative,
2. **decides** that the maximum nominal amount of the capital increases that may be carried out under this authorization is set at 1,000,000 euros or its equivalent value in any other authorized currency(s), with this amount allocated against the overall maximum limit set in the 20th resolution from this General Meeting,
3. **decides** that under this resolution, shareholders expressly waive their preferential subscription rights for the new shares to be issued for employees who are members of the Company's company savings plan,
4. **decides** that the subscription price for the securities to be issued under this delegation will be determined by the Board of Directors in accordance with legal provisions applicable on the day of the issue (i.e., to date, those of Articles L.3332-18 to L.3332-24 of the French employment code),
5. **decides** that, within the limits set above, the Board of Directors will have full powers, with an option to subdelegate under the legal conditions in force, to implement this authorization, notably with a view to:
 - (i) determining, within the limits set above, the characteristics, amount and conditions for any issue,
 - (ii) determining that the issues or awards may be carried out directly for beneficiaries or through collective undertakings,
 - (iii) carrying out the capital increases resulting from this authorization, within the maximum limit set above,
 - (iv) setting the cash subscription price for the shares in accordance with the legal provisions applicable,
 - (v) as required, planning to set up a company savings plan or modifying existing plans,
 - (vi) determining the list of companies whose employees will be beneficiaries of the issues carried out under this delegation, setting the timeframe for the shares to be paid up and, if applicable, the seniority required for employees to take part in the operation, all within the legal limits applicable,

- (vii) making any adjustments in order to take into account the impact of operations on the Company's capital or equity, notably in the event of a change in the share's par value, a capital increase through the incorporation of reserves, free share awards, stock splits or consolidations, distribution of reserves or any other assets, amortization of the capital, or any other operation concerning shareholders' equity,
- (viii) performing, either itself or through representatives, all actions and formalities required to make the capital increases that may be carried out as authorized under this resolution definitive; and
- (ix) amending the articles of association accordingly and, more generally, doing whatever is necessary.

6. **decides** that this delegation, which cancels and replaces for the future and up to the amount of the portion not yet used, if applicable, any prior delegation of the same kind, and in particular the delegation granted by the Company's Extraordinary General Meeting held on 15 May 2020 under the terms of its 16th resolution, is valid for 26 months from the date of this General Meeting.

Thirtieth resolution (*Powers*)

The General Meeting, voting in accordance with the quorum and majority requirements for Ordinary General Meetings, **grants** full powers to the bearer of an original, a copy or an extract of the minutes of the meeting to carry out any and all legal formalities.