

1. TEXTS OF THE RESOLUTIONS SUBMITTED FOR APPROVAL TO THE GENERAL MEETING OF SEPTEMBER 12, 2023

Agenda

Falling within the remit of the (Ordinary) Annual General Meeting

- Approval of company financial statements for the financial year ended March 31, 2023 (Resolution 1)
- Approval of consolidated financial statements for the financial year ended March 31, 2023 (Resolution 2)
- Allocation of profit for the financial year ending March 31, 2023 (Resolution 3)
- Company's shareholders' equity at less than half the authorized capital (Resolution 4)
- Approval of the statutory auditors' special report on regulated agreements (Resolution 5)
- Renewal of the term of office of a Supervisory Board member (Anh Nguyen) (Resolution 6)
- Renewal of the term of office of a Supervisory Board member (Philippe Guy) (Resolution 7)
- Renewal of the term of office of a Supervisory Board member (Virginie Lleu) (Resolution 8)
- Renewal of the term of office of a Supervisory Board member (Tone Kvale) (Resolution 9)
- Approval of the remuneration components described in Article L.22-10-9 I of the French Commercial Code, pursuant to Article L.22-10-34 I of the French Commercial Code (Resolution 10)
- Approval of the remuneration components either paid to the CEO during, or awarded to him in respect of, financial year ended March 31, 2023 (Resolution 11)
- Approval of the remuneration components either paid to Executive Board members during, or awarded to them in respect of, financial year ended March 31, 2023 (Resolution 12)
- Approval of the remuneration components either paid to the President of the Supervisory Board during, or awarded to him in respect of, financial year ended March 31, 2023 (Resolution 13)
- Approval of the remuneration policy applicable to the CEO (Resolution 14)
- Approval of the remuneration policy applicable to Executive Board members (Resolution 15)
- Approval of the remuneration policy applicable to the President of the Supervisory Board (Resolution 16)
- Approval of the remuneration policy applicable to Supervisory Board members (Resolution 17)
- To give the Executive Board the authority for the Company to buy back its own shares (Resolution 18)

Falling within the remit of the Extraordinary General Meeting

- To give the Executive Board the authority to reduce the authorized capital by cancelling treasury shares (Resolution 19)
- To delegate authority to the Executive Board to increase the Company's capital by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with preferential subscription rights maintained (Resolution 20)
- To delegate authority to the Executive Board to increase the Company's capital by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights by means of a public offering, and the option to confer priority rights (Resolution 21)
- To delegate authority to the Executive Board to increase the Company's capital by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights to the benefit of one particular category of persons (Resolution 22)
- To delegate authority to the Executive Board to increase the Company's capital, at a maximum percentage of 20% of the authorized capital per annum, by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights by means of an offering to qualified investors or to a restricted circle of investors within the meaning of Article L.411-2 of the French Monetary and Financial Code (Resolution 23)
- To delegate authority to the Executive Board, in accordance with Articles L.22-10-52 subsection 2 and R.22-10-32 of the French Commercial Code, to set the issue price of shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights, in respect of the delegations of authority forming the subject of Resolutions 21 and 23 (Resolution 24)
- To delegate authority to the Executive Board to increase the number of shares to be issued in the event of a capital increase with or without preferential subscription rights (Resolution 25)
- To delegate authority to the Executive Board to increase the capital through incorporation of premiums, reserves, profits or other (Resolution 26)

- To delegate authority to the Executive Board to issue shares and negotiable securities entailing a capital increase as remuneration for contributions in kind (Resolution 27)
- To delegate authority to the Executive Board to issue shares and negotiable securities entailing a capital increase in the event of a share swap offer initiated by the Company (Resolution 28)
- To set the overall cap on the amount of issues conducted by virtue of the delegations of authority granted (Resolution 29)
- To give the Executive Board the authority to grant share subscription or purchase options (the “Options”) with removal of shareholders’ preferential subscription rights to the benefit of one particular category of persons (Resolution 30)
- To give the Executive Board the authority to issue and grant ordinary share subscription warrants (the “Warrants”) with removal of preferential subscription rights to the benefit of one particular category of persons (Resolution 31)
- To give the Executive Board the authority to grant free existing or future shares (“Free Shares”) with removal of shareholders’ preferential subscription rights to the benefit of one particular category of persons (Resolution 32)
- To set the overall cap on the amount of issues conducted by virtue of the authorities to grant Options and Free Shares and the delegation of authority to issue Warrants (Resolution 33)
- To delegate authority to the Executive Board to increase the Company’s capital by issuing shares or dilutive securities, reserved for members of a company savings plan, with removal of preferential subscription rights to the benefit of such members (Resolution 34)
- Amendment to the terms and conditions of the share warrants issued by the CEO and the Executive Board on December 21, 2022, January 11, 2023 and July 19, 2023 in favor of the European Investment Bank (the “EIB”), namely an extension to the exercise period (Resolution 35)
- To examine the Company’s situation and, pursuant to Article L.225-248 of the French Commercial Code, decide whether the Company is to be wound up and a liquidator appointed (Resolution 36)
- Authority for formalities (Resolution 37).

Text of draft resolutions

Resolutions proposed to the (Ordinary) Annual General Meeting

RESOLUTION 1

(Approval of company financial statements for the financial year ended March 31, 2023)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors and the remarks of the Supervisory Board,

Approves the company financial statements, namely the balance sheet, profit and loss account, and the notes, for the year ended March 31, 2023, as presented to the Meeting, showing a loss of €23,668,014.81, together with the transactions reflected in these accounts and summarized in these reports,

Duly notes that no expenditure covered by Article 39-4 of the French General Tax Code was recorded in the financial statements for the financial year.

RESOLUTION 2

(Approval of consolidated financial statements for the financial year ended March 31, 2023)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors and the remarks of the Supervisory Board,

Approves the consolidated financial statements, namely the balance sheet, profit and loss account, and the notes, for the year ended March 31, 2023, as presented to the Meeting, showing a net loss of €32,009,067, together with the transactions reflected in these consolidated accounts and summarized in these reports.

RESOLUTION 3

(Profit allocation for the financial year ended March 31, 2023 and allocation of losses shown under the negative "Retained earnings" item to the "Issue premium" account)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors and the remarks of the Supervisory Board,

Approves the Executive Board's proposal and after noting that the financial statements show a loss of (€23,668,014.81)

Decides to allocate it as follows:

- Loss for the financial year (€23,668,014.81)

In its entirety to the "Retained earnings" account, bringing it from (€22,281,925.15) to (€45 949 939,96),

Observes that no dividend distribution has been made in respect of the previous three financial years.

RESOLUTION 4

(Company's shareholders' equity at less than half the authorized capital)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors and the remarks of the Supervisory Board,

Observes that, the Company's shareholders' equity is less than half the authorized capital, and that it is advisable, in accordance with the provisions of Article L.225-248 of the French Commercial Code, that an extraordinary general meeting of shareholders be convened within four months of this meeting with a view to deciding whether the Company should be dissolved.

RESOLUTION 5

(Approval of the statutory auditors' special report on regulated agreements)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the statutory auditors' report on regulated agreements as described in Articles L.225-86 et seq. of the French Commercial Code and acting on this report,

Approves the terms of this report together with agreements approved in previous financial years the fulfilment of which continued into the last financial year, and duly noted the new agreements arising in the past financial year ended March 31, 2023.

RESOLUTION 6

(Renewal of the term of office of a Supervisory Board member (Anh Nguyen))

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Noting that term of office of Supervisory Board member Anh Nguyen expires at the end of this general meeting,

Decides to renew said term of office for four years, i.e. until the end of the annual general meeting convened to approve the financial statements for the financial year ended March 31, 2027.

RESOLUTION 7

(Renewal of the term of office of a Supervisory Board member (Philippe Guy))

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Noting that term of office of Supervisory Board member Philippe Guy expires at the end of this general meeting,

Decides to renew said term of office for four years, i.e. until the end of the annual general meeting convened to approve the financial statements for the financial year ended March 31, 2027.

RESOLUTION 8

(Renewal of the term of office of a Supervisory Board member (Virginie Lleu))

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Noting that term of office of Supervisory Board member Virginie Lleu expires at the end of this general meeting,

Decides to renew said term of office for four years, i.e. until the end of the annual general meeting convened to approve the financial statements for the financial year ended March 31, 2027.

RESOLUTION 9

(Renewal of the term of office of a Supervisory Board member (Tone Kvale))

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Noting that term of office of Supervisory Board member Tone Kvale expires at the end of this general meeting,

Decides to renew said term of office for four years, i.e. until the end of the annual general meeting convened to approve the financial statements for the financial year ended March 31, 2027.

RESOLUTION 10

(Approval of the remuneration components described in Article L.22-10-9 I of the French Commercial Code, pursuant to Article L.22-10-34 I of the French Commercial Code)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-34 I of the French Commercial Code, the information described in Article L.22-10-9 I of the French Commercial Code, as presented in chapter 5 section 2 of said universal registration document.

RESOLUTION 11

(Approval of the remuneration components either paid to the CEO during, or awarded to him in respect of, financial year ended March 31, 2023)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-34 II of the French Commercial Code, the fixed, variable and non-recurring components of the total remuneration and benefits of all kinds paid to the CEO during the financial year ended March 31, 2023 or awarded to him in respect of the financial year ended March 31, 2023, as presented in chapter 5 section 2.2 of said universal registration document.

RESOLUTION 12

(Approval of the remuneration components either paid to Executive Board members during, or awarded to them in respect of, financial year ended March 31, 2023)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-34 II of the French Commercial Code, the fixed, variable and non-recurring components of the total remuneration and benefits of all kinds paid to the Executive Board members during the financial year ended March 31, 2023 or awarded to them in respect of the financial year ended March 31, 2023, as presented in chapter 5 section 2.2 of said universal registration document.

RESOLUTION 13

(Approval of the remuneration components either paid to the President of the Supervisory Board during, or awarded to him in respect of, financial year ended March 31, 2023)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-34 II of the French Commercial Code, the fixed, variable and non-recurring components of the total remuneration and benefits of all kinds paid to the President of the Supervisory Board during the financial year ended March 31, 2023 or awarded to him in respect of the financial year ended March 31, 2023, as presented in chapter 5 section 2.2 of said universal registration document.

RESOLUTION 14

(Approval of the remuneration policy applicable to the CEO)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-26 II of the French Commercial Code, the remuneration policy applicable to the CEO, as described in chapter 5 section 2.1 of said universal registration document.

RESOLUTION 15

(Approval of the remuneration policy applicable to Executive Board members)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-26 II of the French Commercial Code, the remuneration policy applicable to Executive Board members, as described in chapter 5 section 2.1 of said universal registration document.

RESOLUTION 16

(Approval of the remuneration policy applicable to the President of the Supervisory Board)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-26 II of the French Commercial Code, the remuneration policy applicable to the President of the Supervisory Board, as described in chapter 5 section 2.1 of said universal registration document.

RESOLUTION 17

(Approval of the remuneration policy applicable to Supervisory Board members)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the corporate governance report stipulated in Articles L.225-68 and L.22-10-20 of the French Commercial Code as incorporated within the Company's 2023 universal registration document,

Approves, pursuant to Article L.22-10-26 II of the French Commercial Code, the remuneration policy applicable to Supervisory Board members, as described in chapter 5 section 2.1 of said universal registration document.

RESOLUTION 18

(To give the Executive Board the authority for the Company to buy back its own shares)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the Executive Board's report,

In accordance with Article L.22-10-62 of the French Commercial Code,

Authorizes the Executive Board, with the option to delegate that authority, to acquire a number of shares in the Company not exceeding 10% of the total number of shares comprising the authorized capital at the date of the Company's purchase. It is further stipulated that (i) in calculating the 10% limit, when shares are purchased under a liquidity agreement, the number of shares resold during the term of the agreement will be included, given that under no circumstances can acquisitions made by the Company result in it directly or indirectly holding more than 10% of its authorized capital, and (ii) when shares are acquired with a view to being held and subsequently remitted in payment or exchange as part of a merger, demerger or asset transfer, the number of shares acquired may not exceed 5% of its authorized capital,

Decides that these shares may be acquired by any means compatible with the legal provisions and regulations in force and at such times as the Executive Board may decide, and that any shares acquired may be sold or transferred by any means in accordance with the legal provisions in force;

Decides that the maximum purchase price per share must not exceed €40 (excluding any acquisition charges), subject to adjustments intended to take into account the impact of new operations on the Company's capital, including a change in the share's par value, a capital increase through capitalization of reserves, grant of free shares, a stock split or reverse stock split, the distribution of reserves or any other assets, the amortisation of capital, or any other operation affecting shareholders' equity, and capped at a maximum that may be paid by the Company under this authorization of €5,000,000;

Decides that this authority to transact in the Company's own shares shall be granted for the purposes of:

- ensuring the liquidity of the Company's shares through the intermediary of an investment services provider acting entirely independently under a liquidity agreement that complies with a code of conduct recognized by the French financial markets regulator, AMF; and/or
- honouring obligations related to stock option plans, free share allocations, employee savings plans or other share allocations to employees, directors or corporate officers of the Company or of affiliated companies or enterprises; and/or
- granting shares when exercising the rights attached to dilutive securities; and/or
- cancelling all or part of the shares purchased in this way, provided that the General Meeting passes Resolution 19 below on the terms indicated therein; and/or
- conducting any transaction that is compliant with the regulations in force; and/or
- more generally, achieving any purpose that may be permitted by law or any market practice that may be accepted by market authorities, it being specified that, in such cases, the Company would inform its shareholders by means of a press release;

Decides that the number of shares acquired by the Company with a view to being held and subsequently remitted in payment or exchange as part of a merger, demerger or asset transfer cannot exceed 5% of its capital;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides that the Executive Board shall have full authority to implement this facility, with the option to delegate that authority, as stipulated by law, in particular to judge the opportunity to initiate a buyback program and to determine the arrangements for same, to place any trading instructions, sign any deeds of sale or transfer, conclude any liquidity agreements or contracts, any option contracts, to fulfil all reporting obligations to the French financial markets regulator (AMF) and any other body, and complete all formalities necessary, including allocating or reallocating the shares acquired to meet various requirements, and generally do all that is necessary;

Decides that this authority shall be valid for eighteen (18) months starting from the date of this Meeting;

Decides that this authority shall cancel out any previous authority having the same purpose, including any unused provisions of such.

<i>Resolutions proposed to the Extraordinary General Meeting</i>
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RESOLUTION 19

(To give the Executive Board the authority to reduce the authorized capital by cancelling treasury shares)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

Provided that Resolution 18 above is passed,

Authorizes the Executive Board, in accordance with Article L.22-10-62 of the French Commercial Code, to cancel, in one or more steps and limited to no more than 10% of the amount of registered capital per period of twenty four (24) months, all or part of the shares acquired by the Company and reduce, in the same proportion, the registered capital, it being stipulated that this limit applies to an authorized capital amount that if necessary will be adjusted to take due account of transactions that might affect it subsequent to the date of this Meeting;

Decides that any surplus paid for shares over their nominal value will be recognized under issue, merger or contribution premiums or under any available reserve, including statutory reserves, provided this latter does not fall below 10% of the Company's authorized capital after the capital reduction is completed;

Grants full authority to the Executive Board to reduce the Company's capital by cancelling shares, to determine the final amount of the capital reduction and the arrangements for achieving same, to allocate the difference between the book value and nominal value of cancelled shares to any available reserve and premium accounts and, more generally, to carry out all acts and formalities needed to accomplish the capital reduction(s) that might be undertaken by virtue of this authority, and to amend the Company's articles accordingly;

Decides that these transactions may be conducted at any time, including, within the limits permitted by applicable regulations, during a takeover bid for the Company's shares;

Decides that this authority shall be valid for eighteen (18) months starting from the date of this Meeting;

Decides that this authority shall cancel out any previous authority having the same purpose, including any unused provisions of such.

RESOLUTION 20

(To delegate authority to the Executive Board to increase the Company's capital by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with preferential subscription rights maintained)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-129 to L.225-129-6, L.225-132 to L.225-134 and L.228-91 et seq. of the French Commercial Code,

Delegates authority to the Executive Board, with the option to sub-delegate if legal and regulatory provisions so allow, to decide to increase the authorized capital, in one or more stages, in France or elsewhere, in the proportions and at such times as it might determine, in euros, foreign currencies or account units set by reference to a number of currencies, by issuing shares in the Company, or equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or securities (including all debt securities) giving access to the Company's equity (dilutive securities), and which may be paid up in cash, including by offsetting debts;

Clarifies that the issuance of preference shares and negotiable securities giving access to preference shares shall be expressly excluded from this delegation of authority;

Delegates to the Executive Board its authority to decide to issue dilutive securities for companies in which the Company directly or indirectly holds more than half the capital;

Decides that the maximum nominal value of any capital increase operated, immediately and/or in future, by virtue of this delegation of authority shall be set at €70,000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- the maximum nominal value of any capital increase operated, immediately and/or in future, by virtue of this delegation of authority will be included when calculating the overall cap stipulated in Resolution 29;
- to this cap shall be added the nominal value of the shares, if any, to be issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;

Decides that the maximum nominal value of any debt securities that may be issued by virtue of this delegation of authority shall be set at €100.000.000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- this amount will be included when calculating the overall cap stipulated in Resolution 29;
- this amount will be increased, if necessary, by any redemption premiums above par; and
- this cap shall not apply to the debt securities stipulated in Articles L.228-40, L.228-36-A and L.228-92 subsection 3 of the French Commercial Code, the issuance of which shall be decided upon or ratified by the Executive Board in accordance with Article L.228-40 of the French Commercial Code or in the other cases, under such conditions as the Company determines in accordance with the provisions of Article L.228-36-A of the French Commercial Code;

Decides that, in the event the Executive Board makes use of this delegation of authority:

- the issue or issues will be reserved on a pre-emptive basis to shareholders, who will be able to subscribe as of right in proportion to the number of shares they own at the time;
- the Executive Board may, in accordance with Article L.225-133 of the French Commercial Code, allocate any excess equity securities not subscribed as of right, to those shareholders who applied for more securities than the number to which they could subscribe pre-emptively in terms of their proportional subscription rights held, while no such allocation can exceed the number of securities requested;
- in accordance with Article L.225-134 of the French Commercial Code, if the pre-emptive subscriptions and allocation of any excess do not absorb the entire capital increase, the Executive Board may make use of the various options stipulated by law, in such order as it determines, including public offering in France and/or elsewhere;

Decides that warrants can be issued for Company shares either by subscription or by free grant to holders of old shares;

Decides that if warrants are granted free of charge, the Executive Board shall have the option to decide that fractional grant rights are not marketable and that the corresponding shares will be sold;

Acknowledges that this delegation of authority shall automatically entail shareholders waiving their preferential subscription rights to the Company's ordinary shares to which the negotiable securities issued on the basis of this delegation of authority would entitle them;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides, subject to the conditions set in Resolution 29, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- set the amount of the issue(s) that will be conducted by virtue of this delegation of authority, and to determine the issue price, dates, deadlines, subscription arrangements and terms, how the securities are paid up and delivered, and the associated enjoyment rights, in accordance with legal or regulatory limits in force;
- set, if needed, the terms and conditions for exercising the rights attached to the shares or dilutive securities to be issued, and determine the terms and conditions for exercising rights options, if any, including conversion, exchange and redemption, and including through the provision of Company assets such as negotiable securities previously issued by the Company;
- collect subscriptions and the corresponding payments and record the completion of the capital increases up to the amount of the shares subscribed, and amend the Company's articles accordingly;
- allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to ensure the legal reserve equals one tenth of the new capital amount after each capital increase;
- enter into any agreement, in particular with a view to successful completion of an issue, in order to conduct the aforementioned issues in one or more stages, in the proportions and at the times it deems appropriate, in France and/or, when applicable, elsewhere;
- determine and make any adjustments intended to take into account the impact of operations on the Company's capital, including a change in the share's par value, a capital increase through capitalization of reserves, grant of free shares, a stock split or reverse stock split, the distribution of reserves or any other assets, the amortisation of capital, or any other operation affecting shareholders' equity, and determine the terms and conditions under which the rights of holders of dilutive securities will be preserved;
- generally take all measures and complete all formalities necessary for the issue, listing and financial servicing of securities issued by virtue of this delegation of authority and the exercise of rights attached thereto;

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 21

(To delegate authority to the Executive Board to increase the Company's capital by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights by means of a public offering, and the option to confer priority rights)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

And having noted that the authorized capital is fully paid-up,

In accordance with Articles L.225-129 to L.225-129-6, L.225-135, L.225-135-1, L.225-136, L.22-10-49 et seq. and L.228-91 of the French Commercial Code,

Delegates authority to the Executive Board to decide to issue, by means of a public share offering (excluding the public offering stipulated in Article L.411-2 of the French Monetary and Financial Code), in one or more stages, in the proportions and at such times as it might determine, in France or elsewhere, in euros, foreign currencies or account units set by reference to a number of currencies, with removal of preferential subscription rights and with the option to confer priority rights, shares in the Company, or equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or securities (including all debt securities) giving access to the Company's equity (dilutive securities), and which may be paid up in cash, including by offsetting debts;

Clarifies that the issuance of preference shares and negotiable securities giving access to preference shares shall be expressly excluded from this delegation of authority;

Decides that negotiable securities giving access to the Company's ordinary shares issued in this way can consist of debt securities or be associated with the issue of such securities, or can be issued as intermediate shares. They may take the form of subordinated or unsubordinated securities (in which case the Executive Board will determine their subordination rank), with a fixed term or otherwise, and be issued in euros or other currencies or in any monetary unit set by reference to a number of currencies;

Decides that the maximum nominal value of any capital increase operated, immediately and/or in future, by virtue of this delegation of authority shall be set at €170,000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- the maximum nominal value of any capital increase conducted, immediately and/or in future, by virtue of this delegation of authority will be included when calculating the overall nominal cap stipulated in Resolution 29;
- to this cap shall be added the nominal value of the securities, if any, to be issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of dilutive securities;

Decides that the maximum nominal value of any debt securities that may be issued, immediately or in future, by virtue of this delegation of authority shall be set at €100.000.000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- this amount will be included when calculating the overall cap stipulated in Resolution 29;
- this amount will be increased, if necessary, by any redemption premiums above par; and
- this cap shall not apply to the debt securities stipulated in Articles L.228-40, L.228-36-A and L.228-92 subsection 3 of the French Commercial Code, the issuance of which shall be decided upon or ratified by the Executive Board in accordance with Article L.228-40 of the French Commercial Code or in the other cases, under such conditions as the Company determines in accordance with the provisions of Article L.228-36-A of the French Commercial Code;

Decides to remove shareholders' preferential subscription rights for shares that may be issued by virtue of this delegation of authority, with no indication of beneficiaries, it being stipulated however that the Executive Board may grant shareholders a priority period for all or part of the securities issued by virtue of this delegation of authority, for which it will determine the terms and conditions of exercise within the limits of legal and regulatory provisions in force; such subscription priority must be operated in proportion to the number of shares held by each shareholder and cannot give rise to the creation of negotiable rights;

Acknowledges that this delegation of authority shall automatically entail shareholders waiving their preferential subscription rights to the Company's ordinary shares to which the negotiable securities issued on the basis of this delegation of authority would entitle them;

Decides that, if subscriptions fail to absorb any such issue in its entirety, the Executive Board may use any of the following options, in such order as it may determine:

- limit the issue to the amount of the subscriptions, provided that these reach at least three-quarters of the issue as originally planned,
- freely distribute all or some of the unsubscribed issued securities among persons of its choosing, and
- offer all or some of the unsubscribed issued securities to the public on French or international markets;

Decides that the issue price of negotiable securities that may be issued by virtue of this delegation of authority shall be set by the Executive Board as follows: the amount paid or due to the Company for each share issued or created by subscription, conversion, exchange, redemption, the exercise of warrants or otherwise, will be at least equal to an amount determined in accordance with the regulations applicable on the issue date (meaning at this time, the volume-weighted average of the prices over the last three trading sessions preceding the start of the public offering within the meaning of EU Regulation 2017/1129 of June 14, 2017, possibly reduced by a maximum discount of 10%, in accordance with Article R.22-10-32 of the French Commercial Code), subject to the exception stipulated in Resolution 24;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides that public offering(s) decided upon by virtue of this resolution may be combined, as part of one issue or more than one issue conducted simultaneously, with one or more of the offerings described in Article L.411-2 of the French Monetary and Financial Code, operated pursuant to Resolution 23;

Decides, subject to the conditions set in Resolution 29, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- set the amount of the issue(s) that will be conducted by virtue of this delegation of authority, and to determine the issue price, dates, deadlines, subscription arrangements and terms, how the securities are paid up and delivered, and the associated enjoyment rights, in accordance with legal or regulatory limits in force;

- set, if need be, the terms and conditions for exercising the rights attached to the shares or dilutive securities to be issued, and determine the terms and conditions for exercising rights options, if any, including conversion, exchange and redemption, and including through the provision of Company assets such as negotiable securities previously issued by the Company;
- collect subscriptions and the corresponding payments and record the completion of the capital increases up to the amount of the shares subscribed, and amend the Company's articles accordingly;
- allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to ensure the legal reserve equals one tenth of the new capital amount after each capital increase;
- enter into any agreement, in particular with a view to successful completion of an issue, in order to conduct the aforementioned issues in one or more stages, in the proportions and at the times it deems appropriate, in France and/or, when applicable, elsewhere;
- determine and make any adjustments intended to take into account the impact of operations on the Company's capital, including a change in the share's par value, a capital increase through capitalization of reserves, grant of free shares, a stock split or reverse stock split, the distribution of reserves or any other assets, the amortisation of capital, or any other operation affecting shareholders' equity, and determine the terms and conditions under which the rights of holders of dilutive securities will be preserved;
- generally take all measures and complete all formalities necessary for the issue, listing and financial servicing of securities issued by virtue of this delegation of authority and the exercise of rights attached thereto;

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 22

(To delegate authority to the Executive Board to increase the Company's capital by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights to the benefit of one particular category of persons)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-129 et seq., L.225-138 and L.228-91 et seq. and L.22-10-49 et seq. of the French Commercial Code,

Delegates authority to the Executive Board to increase the authorized capital, in one or more stages, in France or elsewhere, in the proportions and at such times as it might determine, in euros, foreign currencies or account units set by reference to a number of currencies, by issuing shares in the Company with removal of preferential subscription rights, or equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or securities (including all debt securities) giving access to the Company's equity (dilutive securities), and which may be paid up in cash, including by offsetting debts, and in full on subscription;

Decides that the maximum nominal value of any capital increase operated, immediately or in future, by virtue of this delegation of authority shall be set at €170,000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- the maximum nominal value of any capital increase operated, immediately and/or in future, by virtue of this delegation of authority will be included when calculating the overall cap stipulated in Resolution 29;
- to this cap shall be added the nominal value of the shares, if any, to be issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;

Decides that the maximum nominal value of any debt securities that may be issued, immediately or in future, by virtue of this delegation of authority shall be set at €100 million (or its equivalent if securities are issued in another currency), it being stipulated that:

- this amount will be included when calculating the overall cap stipulated in Resolution 29;
- this amount will be increased, if necessary, by any redemption premiums above par; and
- this cap shall not apply to the debt securities stipulated in Articles L.228-40, L.228-36-A and L.228-92 subsection 3 of the French Commercial Code, the issuance of which shall be decided upon or ratified by the Executive Board in accordance with Article L.228-40 of the French Commercial Code or in the other cases, under such conditions as the Company determines in accordance with the provisions of Article L.228-36-A of the French Commercial Code;

Decides to remove shareholders' preferential subscription rights to securities that might be issued pursuant to this authority and to reserve the securities to be issued pursuant to this resolution for:

- natural and legal persons (including companies, trusts, investment funds or other investment vehicles regardless of their form) incorporated or registered in France or elsewhere, that habitually invest in the pharmaceuticals sector; and/or
- one or more of the Company's strategic partners, located in France or elsewhere, who have entered or are expected to enter one or more partnership agreements (development, co-development, distribution, manufacture, etc.) or commercial agreements with the Company (or a subsidiary) and/or companies that they control, that control them, or that are controlled directly or indirectly by the same persons, within the meaning of Article L.233-3 of the French Commercial Code; and/or
- any French or foreign investment services provider, or any foreign establishment with an equivalent status, that might guarantee the completion of an issue intended to be placed with the persons stipulated in (i) and/or (ii) above and, in this respect, to subscribe to the securities issued;

Acknowledges that this delegation of authority shall automatically entail shareholders expressly waiving their preferential subscription rights to the shares to which their negotiable securities would entitle them, to the benefit of holders of dilutive negotiable securities issued by the Company in respect of this resolution;

Decides that the issue price of securities issued in respect of this delegation of authority shall be set by the Executive Board using a multi-factor method. However, the share subscription price cannot be less than 80% of the volume-weighted average price over the last ten (10) trading sessions preceding the date the issue price is set, and the issue price of dilutive securities will be such that the amount received immediately by the Company during the issue, plus the amount, if any, due to be received by the Company subsequently for each share issued as a consequence of issuing these dilutive securities, cannot be less than 80% of the volume-weighted average price over the last ten (10) trading sessions preceding the date the issue price is set;

Decides that, if subscriptions fail to absorb any such issue in its entirety, the Executive Board may limit the issue to the amount of the subscriptions, provided that these reach at least three-quarters of the issue as originally planned;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides, subject to the conditions set in Resolution 29, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- determine, within the category described above, the list of beneficiaries able to subscribe to securities issued and the number of securities to grant to each, within the limits stipulated above;
- set the amount of the issue(s) that will be conducted by virtue of this delegation of authority, and to determine the issue price (in accordance with the arrangements described above), dates, deadlines, subscription arrangements and terms, how the securities are delivered, and the associated enjoyment rights, in accordance with legal or regulatory limits in force;
- set, if need be, the terms and conditions for exercising the rights attached to the shares or dilutive securities to be issued, and determine the terms and conditions for exercising rights options, if any, including conversion, exchange and redemption, and including through the provision of Company assets such as negotiable securities previously issued by the Company;
- collect subscriptions and the corresponding payments and record the completion of the capital increases up to the amount of the shares subscribed, and amend the Company's articles accordingly;
- allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to ensure the legal reserve equals one tenth of the new capital amount after each capital increase;
- determine and make any adjustments intended to take into account the impact of operations on the Company's capital, including a change in the share's par value, a capital increase through capitalization of reserves, grant of free shares, a stock split or reverse stock split, the distribution of reserves or any other assets, the amortisation of capital, or any other operation affecting shareholders' equity, and determine the terms and conditions under which the rights of holders of dilutive securities will be preserved;
- generally take all measures and complete all formalities necessary for the issue, listing and financial servicing of securities issued by virtue of this delegation of authority and the exercise of rights attached thereto.

Decides that this delegation of authority shall be valid for eighteen (18) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 23

(To delegate authority to the Executive Board to increase the Company's capital, at a maximum percentage of 20% of the authorized capital per annum, by issuing shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with preferential subscription rights by means of an offering to qualified investors or to a restricted circle of investors within the meaning of Article L.411-2 of the French Monetary and Financial Code removed)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-129, L.225-135, L.225-136 and L.228-91 et seq. and L.22-10-51 and L.22-10-52 of the French Commercial Code, and L.411-2 section 1 of the French Monetary and Financial Code,

Delegates authority to the Executive Board to decide to issue, by means of an offering as stipulated in Article L.411-2 section 1 of the French Monetary and Financial Code, in one or more stages, in the proportions and at such times as it might determine, in France or elsewhere, in euros, foreign currencies or account units set by reference to a number of currencies, shares in the Company, or equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or securities (including all debt securities) giving access to the Company's equity (dilutive securities), and which may be paid up in cash, including by offsetting debts;

Decides that negotiable securities giving access to the Company's ordinary shares issued in this way can consist of debt securities or be associated with the issue of such securities, or can be issued as intermediate shares. They may take the form of subordinated or unsubordinated securities (in which case the Executive Board will determine their subordination rank), with a fixed term or otherwise, and be issued in euros or other currencies or in any monetary unit set by reference to a number of currencies;

Decides that the maximum nominal amount of capital increases that may be conducted, immediately and/or in future, by virtue of this delegation of authority shall be set at €170,000, that in any event, equity security issues conducted by virtue of this delegation of authority by an offering as stipulated in Article L.411-2 section 1 of the French Monetary and Financial Code cannot exceed the limits imposed by the regulations applicable on the issue date, it being stipulated that this limit will be assessed on the date of the Executive Board's decision to make use of this delegation of authority; furthermore to this maximum nominal amount will be added the nominal value of shares, if any, to be issued to preserve, in accordance with the law and any contractual provisions that might apply, the rights of the holders of negotiable and dilutive securities;

Decides moreover that the nominal value of any capital increase that comes to be conducted by virtue of this delegation of authority will be included when calculating the overall cap stipulated in Resolution 29;

Decides that the maximum nominal value of any debt securities that may be issued, immediately or in future, by virtue of this delegation of authority shall be set at €100.000.000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- this amount will be included when calculating the overall cap stipulated in Resolution 29;
- this amount will be increased, if necessary, by any redemption premiums above par; and
- this cap shall not apply to the debt securities stipulated in Articles L.228-40, L.228-36-A and L.228-92 subsection 3 of the French Commercial Code, the issuance of which shall be decided upon or ratified by the Executive Board in accordance with Article L.228-40 of the French Commercial Code or in the other cases, under such conditions as the Company determines in accordance with the provisions of Article L.228-36-A of the French Commercial Code;

Decides to remove shareholders' preferential subscription rights to securities that may be issued by virtue of this delegation of authority:

Acknowledges that this delegation of authority shall automatically entail shareholders waiving their preferential subscription rights to the Company's ordinary shares to which the negotiable securities issued on the basis of this delegation of authority would entitle them;

Decides that the issue price of any shares and negotiable securities that may be issued by virtue of this delegation of authority shall be set by the Executive Board provided that the amount paid or due to the Company for each share issued or created by subscription, conversion, exchange, redemption, the exercise of warrants or otherwise, will be at least equal to an amount determined in accordance with the regulations applicable on the issue date (meaning at this time, the volume-weighted average of the prices over the last three trading sessions preceding the start of the public offering within the meaning of EU Regulation 2017/1129 of 14 June 2017, possibly reduced by a maximum discount of 10%, in accordance with Article R.22-10-32 of the French Commercial Code), subject to the exception stipulated in Resolution 25;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides that, if subscriptions fail to absorb any such issue in its entirety, the Executive Board may limit the issue to the amount of the subscriptions, provided that these reach at least three-quarters of the issue as originally planned;

Decides that public offering(s) decided upon by virtue of this resolution may be combined, as part of one issue or more than one issue conducted simultaneously, with one or more of the public offerings decided upon pursuant to Resolution 21;

Decides, subject to the conditions set in Resolution 29, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- set the amount of the issue(s) that will be conducted by virtue of this delegation of authority, and to determine the issue price, dates, deadlines, subscription arrangements and terms, how the securities are delivered, and the associated enjoyment rights, in accordance with legal or regulatory limits in force;
- set, if needed, the terms and conditions for exercising the rights attached to the shares or dilutive securities to be issued, and determine the terms and conditions for exercising rights options, if any, including conversion, exchange and redemption, and including through the provision of Company assets such as negotiable securities previously issued by the Company;
- collect subscriptions and the corresponding payments and record the completion of the capital increases up to the amount of the shares subscribed, and amend the Company's articles accordingly;

- allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to ensure the legal reserve equals one tenth of the new capital amount after each capital increase;
- determine and make any adjustments intended to take into account the impact of operations on the Company's capital, including a change in the share's par value, a capital increase through capitalization of reserves, grant of free shares, a stock split or reverse stock split, the distribution of reserves or any other assets, the amortisation of capital, or any other operation affecting shareholders' equity, and determine the terms and conditions under which the rights of holders of dilutive securities will be preserved;
- generally take all measures and complete all formalities necessary for the issue, listing and financial servicing of securities issued by virtue of this delegation of authority and the exercise of rights attached thereto;

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 24

(To delegate authority to the Executive Board, in accordance with Articles L.22-10-52 subsection 2 and R.22-10-32 of the French Commercial Code, to set the issue price of shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, with removal of preferential subscription rights, in respect of the delegations of authority forming the subject of Resolutions 21 and 23)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.22-10-52 subsection 2 and R.22-10-32 of the French Commercial Code,

Authorizes the Executive Board, with the option to delegate that authority, to set the issue price of shares, equity-linked securities or securities giving entitlement to an allocation of debt securities, and/or dilutive securities, issued in accordance with the delegations of authority forming the subject of Resolutions 21 and 23, and capped at 10% of the authorized capital per annum as assessed on the date of the Executive Board's decision, and as might then be adjusted on the basis of operations that might affect it subsequent to said decision, at such a price as it will determine using a multi-factor method. However, the share subscription price cannot be less than 80% of the volume-weighted average price over the last ten (10) trading sessions preceding the date the issue price is set, and the issue price of dilutive securities will be such that the amount received immediately by the Company during the issue, plus the amount, if any, due to be received by the Company subsequently for each share issued as a consequence of issuing these dilutive securities, cannot be less than 80% of the volume-weighted average price over the last ten (10) trading sessions preceding the date the issue price is set;

Decides that the Executive Board shall have full authority to implement this resolution within the terms stipulated by the Resolution in respect of which the decision to issue is taken;

Decides that this authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this authority shall cancel out any previous authority having the same purpose with effect from the time it is implemented.

RESOLUTION 25

(To delegate authority to the Executive Board to increase the number of shares to be issued in the event of a capital increase with or without preferential subscription rights)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-135-1 and R.225-118 of the French Commercial Code,

Delegates authority to the Executive Board, with the option to sub-delegate to the CEO, to increase the number of shares to be issued in the event the Company's authorized capital is increased, with or without preferential subscription rights, at the same prices as that set for the initial issue, within the deadlines and limits imposed by the regulations applicable on the issue date (meaning at this time, within thirty (30) days of subscription closure and limited to 15% of the initial issue, and at the same price as that set for the initial issue) including for the purposes of a granting over-allocation options in accordance with market practices;

Decides that the nominal value of any capital increase decided upon by virtue of this resolution will be included when calculating the overall cap stipulated in the Meeting's Resolution 29;

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 26

(To delegate authority to the Executive Board to increase the capital through incorporation of premiums, reserves, profits or other)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Having taken cognizance of the Executive Board's report,

In accordance with Articles L.225-130 and R.22-10-50 of the French Commercial Code,

Delegates authority to the Executive Board to increase the authorized capital, in one or more stages, in the proportions and at such times as it might determine, through incorporation of premiums, reserves, profits or other, the capitalization of which is legally and statutorily possible, in the form of a grant of new free shares or an increase in the nominal value of existing shares, or by employing a combination of these two methods;

Decides that the maximum nominal amount of capital increases that may be conducted, immediately or in future, by virtue of this delegation of authority, shall be set at €70,000, it being stipulated that to this cap shall be added the nominal value of the shares, if any, to be issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- determine issue dates and arrangements;
- set the amount and nature of sums to be incorporated into the capital, and set the number of new shares to be issued and/or the amount by which the nominal value of the existing shares comprising the authorized capital is to be increased;
- set the date, including the option to backdate, from which enjoyment of the new shares' rights or the increase in nominal value will take effect;
- decide, if free shares are allocated, (i) that fractional allocation rights will not be marketable or transferable and that the corresponding shares will be sold; sums raised from such sales will be allocated to rights holders as stipulated by the law and regulations, (ii) that those of these shares allocated on the basis of old shares benefiting from double voting rights shall have this same right as soon as they are issued, (ii) to make any adjustments needed to take account of the impact of operations on the Company's capital or equity, and to set the terms and conditions under which the rights of holders of dilutive securities, and the beneficiaries of subscription or share purchase or free shares grant options will be preserved;
- record the completion of the capital increases and amend the Company's articles accordingly; and
- complete all required formalities and generally do all that is necessary;

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 27

(To delegate authority to the Executive Board to issue shares and negotiable securities entailing a capital increase as remuneration for contributions in kind)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-129 et seq., and L.225-147 and L.22-10-53 and L.228-91 et seq. of the French Commercial Code,

Delegates authority to the Executive Board, with the option to sub-delegate under the conditions stipulated by legal provisions and the Company's articles, to undertake one or more capital increases by the issuing in France and/or elsewhere, immediately or in future (i) ordinary shares or (ii) negotiable securities as governed by Articles L.228-92 subsection 1, L.228-93 subsection 3 and L.228-94 subsection 2 of the French Commercial Code (a) giving access immediately or in future by subscription, conversion, exchange, redemption, the exercise of warrants or in any other manner to the shares of the Company or any other company, or (b) giving entitlement to an allocation of debt securities, and capped at a maximum nominal amount of 10% of the authorized capital (as on the date of the operation), for the purposes of remunerating contributions in kind made to the Company and constituting equity securities or dilutive securities, when the provisions of Article L.22-10-54 of the French Commercial Code do not apply; it being stipulated that to the above maximum nominal value shall be added the nominal value of the shares, if any, to be issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;

Acknowledges that, in accordance with the law, shareholders shall have no preferential subscription rights to shares or negotiable securities issued by virtue of this delegation of authority;

Acknowledges that this delegation of authority shall automatically entail shareholders waiving their preferential subscription rights to the shares to which the negotiable securities issued on the basis of this delegation of authority would entitle them;

Clarifies that the issuance of preference shares shall be expressly excluded from this delegation of authority;

Decides that the maximum nominal amount of capital increases conducted by virtue of this delegation of authority cannot exceed 10% of the Company's authorized capital (as on the date of the operation), it being stipulated that to this cap shall be added the nominal value of the extra shares, if any, to be issued in order to preserve, in accordance with the law, regulatory and contractual provisions, the rights of holders of negotiable and dilutive securities;

Decides that the nominal value of any capital increase decided upon by virtue of this resolution will be included when calculating the overall cap stipulated in Resolution 29;

Decides that the nominal value of any debt securities that may be issued by virtue of this delegation of authority cannot exceed €100.000.000 (or its equivalent if securities are issued in another currency);

Decides that the nominal value of any debt securities issue decided upon by virtue of this resolution will be included when calculating the overall cap stipulated in Resolution 29;

Decides, subject to the conditions set in Resolution 29, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- decide on the capital increase(s) remunerating the contributions and determine the shares and/or securities to be issued,
- determine the list of securities contributed and the value of contributions,
- determine the conditions under which shares and/or negotiable securities remunerating contributions are issued, and the amount of the balancing cash adjustment to be paid if any, approve the granting of special privileges, and reduce, if the contributors so agree, the valuation of contributions or the remuneration of special privileges,
- determine the characteristics of the shares and/or negotiable securities remunerating the contributions; determine and make any adjustments intended to take into account the impact of operations on the Company's capital or equity, and determine the terms and conditions under which, if applicable, the rights of holders of dilutive securities or the beneficiaries of subscription or share purchase or free share grant options will be preserved;
- allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to maintain the legal reserve;
- determine the conditions of issue, record the completion of the capital increases, amend the Company's articles accordingly, complete all required formalities and generally do all that is necessary.

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 28

(To delegate authority to the Executive Board to issue shares and negotiable securities entailing a capital increase in the event of a share swap offer initiated by the Company)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-129 et seq., L.22-10-54 and L.228-91 et seq. of the French Commercial Code,

Delegates authority to the Executive Board to conduct a capital increase in one or more stages through the issuance of shares and/or dilutive securities in the Company, immediately or in future, as remuneration for shares contributed to a public share swap offer

initiated by the Company in France or elsewhere, in accordance with local rules, in another company accepted for trading on one of the regulated markets stipulated under Article L.22-10-54 of the French Commercial Code;

Acknowledges that, in accordance with the law, shareholders shall have no preferential subscription rights to securities issued by virtue of this delegation of authority;

Clarifies that the issuance of preference shares shall be expressly excluded from this delegation of authority;

Decides that the maximum nominal amount of capital increases conducted by virtue of this delegation of authority cannot exceed €70,000 (or its equivalent if securities are issued in another currency), it being stipulated that to this cap shall be added the nominal value of the shares, if any, to be issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;

Decides that the maximum nominal value of any capital increase operated, immediately and/or in future, by virtue of this delegation of authority will be included when calculating the overall cap stipulated in Resolution 29;

Decides that the maximum nominal value of any debt securities that may be issued by virtue of this delegation of authority shall be set at €100.000.000 (or its equivalent if securities are issued in another currency), it being stipulated that:

- this amount will be included when calculating the overall cap stipulated in Resolution 29;
- this amount will be increased, if necessary, by any redemption premiums above par; and
- this cap shall not apply to the debt securities stipulated in Articles L.228-40, L.228-36-A and L.228-92 subsection 3 of the French Commercial Code, the issuance of which shall be decided upon or ratified by the Executive Board in accordance with Article L.228-40 of the French Commercial Code or in the other cases, under such conditions as the Company determines in accordance with the provisions of Article L.228-36-A of the French Commercial Code;

Acknowledges that this delegation of authority shall automatically entail shareholders waiving their preferential subscription rights to the Company's ordinary shares to which the negotiable securities issued on the basis of this delegation of authority would entitle them;

Decides that the transactions described in this resolution may be conducted at any time, including during a takeover bid for the Company's shares;

Decides, subject to the conditions set in Resolution 29, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate to the CEO, within the limits and as stipulated above, including in order to:

- set the list of negotiable securities contributed to the swap, together with the form and characteristics of the shares or dilutive securities to be issued, with or without a premium,
- determine the conditions of issue, the share exchange rate and the amount of the balancing cash adjustment to be paid, if any,
- determine the arrangements for issue as part of, particularly a public share swap, a primary alternative to the purchase or swap offer, combined with a secondary public share swap or purchase offer,
- record the number of shares contributed under the swap,
- determine the date, including the option to backdate, from which enjoyment of the rights attached to shares or dilutive securities shall take effect, how they shall be paid up and, if applicable, how any rights to exchange, conversion, redemption or allocation of any kind of equity or dilutive securities shall be exercised,
- record the difference between the issue price of new ordinary shares and their nominal value as a balance sheet liability under the "contribution premium" account, to which all shareholders' rights will be attached,
- make any adjustments required pursuant to legal or regulatory provisions, and to any contractual provisions that might apply, to protect the rights of holders of dilutive securities in the Company,
- suspend, if necessary, the exercise of rights attached to such securities for a maximum of three months,
- allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to maintain the legal reserve,
- determine the conditions of issue, record the completion of the capital increases, amend the Company's articles accordingly, complete all required formalities and generally do all that is necessary,

Decides that this delegation of authority shall be valid for twenty-six (26) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 29

(To set the overall cap on the amount of issues conducted by virtue of the delegations of authority granted)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the Executive Board's report,

Decides that:

- the overall maximum nominal amount of capital increases that may be conducted by virtue of the delegations of authority granted under Resolutions 20 to 23, 25, 27 and 28 above shall be set at €170,000 (or its equivalent if securities are issued in another currency), it being stipulated that to this cap shall be added the extra value of any shares issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;
- the overall maximum nominal value of debt securities that may be issued by virtue of the delegations of authority granted under Resolutions 20 to 23, 25, 27, and 28 above shall be set at €100.000.000 (or its equivalent if securities are issued in another currency).

Decides that the Executive Board can only make use of the delegations of authority granted under Resolutions 20 to 23, 25, 27, and 28 as regards any capital increase or issue of negotiable securities or debt securities with the Supervisory Board's prior agreement.

RESOLUTION 30

(To give the Executive Board the authority to grant share subscription or purchase options (the "Options") with shareholders' removal of preferential subscription rights to the benefit of one particular category of persons)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-177, L.22-10-56 et seq. and L.225-129 et seq. of the French Commercial Code,

Authorizes the Executive Board to grant, in one or more stages, during the periods permitted by law, to the benefit of employees and/or corporate officers (or to certain of them) of either the Company or of companies or groups affiliated to it within the meaning of subsection I of Article L.225-180 of the French Commercial Code (the "**Beneficiaries**"), options giving the right to subscribe to new shares issued by the Company by way of a capital increase, or to purchase existing shares in the Company resulting from buybacks conducted as stipulated by the law (the "**Options**"), as stipulated below:

- the authority covers a maximum number of Options each giving entitlement to subscribe to and/or purchase one share, given that the maximum nominal amount of capital increases that may be conducted, immediately or in future, by virtue of this authority shall be set at 7% of the number of shares comprising the authorized capital on the day that the Executive Board decides to implement this authority; this maximum will be increased by the nominal value of any shares to be issued in order to preserve, in accordance with the law, the rights of holders of negotiable and dilutive securities. Moreover, under no circumstances can the total number of shares that can be subscribed upon exercising Options granted but not yet exercised be greater than one third of the authorized capital;
- the total number of shares able to be awarded, subscribed or purchased in respect of Options issued by virtue of this authority will be included when calculating the overall cap stipulated in Resolution 33;
- the subscription or purchase price of the shares resulting from Options will be determined by the Executive Board on the day that the Options are granted, as follows:
 - o as regards subscription Options for new shares, the price cannot be lower than 95% of the volume-weighted average price over the twenty (20) trading sessions preceding the date the Option is granted;
 - o as regards purchase Options for existing shares, the price cannot be lower than 95% of the volume-weighted average price over the twenty (20) trading sessions preceding the date the Option is granted, nor lower than the average purchase price (rounded up to the next euro centime) of shares held by the Company in respect of Article L.22-10-62 of the French Commercial Code;
- the period during which Options may be exercised shall be ten (10) years from the date the Executive Board awards them, it being noted, however, that this period may be reduced by the Executive Board for Beneficiaries resident in a given country to the extent necessary to comply with the law of that country. Moreover, Options will automatically lapse if they are not exercised before their expiry date; and Options cannot be granted to employees or corporate officers holding an equity stake greater than 10% on the day of the Executive Board's decision, in accordance with the law;

Decides, subject to the conditions set in Resolution 33, that the Executive Board shall have full powers to implement this authority, with the option to sub-delegate, including in order to:

- determine the list of Beneficiaries and the number of Options granted to each;
- set (i) the Options' terms and conditions and determine the plan's rules, including in particular any conditions regarding performance and/or continued employment in the Company or one of its subsidiaries, (ii) the calendar for exercising Options, it being understood that the Executive Board may anticipate the dates or periods when Options can be exercised, maintain

- the exercisability of Options, or modify the dates or periods of non-transferability and/or non-convertibility to bearer form of shares obtained by exercising Options, and (iii) any possible clauses prohibiting the resale of all or some of the shares,
- decide the terms and conditions under which the price and number of shares may be adjusted to take into account the financial transactions stipulated under Article L.225-181 of the French Commercial Code,
- if necessary, limit, suspend, restrict or prohibit the exercise of Options or the transfer or conversion to bearer form of shares obtained by exercising Options, during certain periods or as from certain events. Such a decision may relate to all or some of the shares,
- record the completion of capital increases up to the amount of the shares actually subscribed by exercising subscription Options, amend the Company's articles accordingly, and complete the resulting formalities,
- decide to allocate the costs of capital increases to the amount of the relevant issue premiums, as it sees fit, and to deduct from this amount the sums necessary to ensure the legal reserve equals one tenth of the new capital amount after each capital increase;
- in general terms, take all measures and complete all formalities required to list new shares issued in this way.

Decides that this authority shall be valid for thirty-eight (38) months starting from the date of this Meeting;

Decides that this authority shall cancel out any previous authority having the same purpose, including any unused provisions of such;

Acknowledges that this authority entails shareholders expressly waiving, to the benefit of Option beneficiaries, their preferential subscription rights to the shares that will be issued as and when Options are exercised;

Acknowledges that the capital increase resulting from the exercise of Options will be completed merely by the fact of declaring the Option exercised, accompanied by the subscription form and payment of the full amount, which may be made in cash or by offsetting Company debts.

RESOLUTION 31

(To give the Executive Board the authority to issue and grant ordinary share subscription warrants (the "Warrants") with removal of preferential subscription rights to the benefit of one particular category of persons)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-129 et seq., L.22-10-52, L.225-135, L.225-138 and L.228-92 et seq. of the French Commercial Code,

Delegates authority to the Executive Board to issue, in one or more stages, ordinary share subscription warrants (the "Warrants") with removal of preferential subscription rights to the benefit of one particular category of persons;

Decides that the maximum nominal amount of capital increases that may be conducted, immediately or in future, by virtue of this delegation of authority shall be 7% of the number of shares comprising the authorized capital on the day that the Executive Board decides to implement this delegation of authority; this maximum will be increased by the nominal value of any shares to be issued in order to preserve, in accordance with the law, the rights of holders of negotiable and dilutive securities. It is further stipulated that the number of Warrants that can be issued by virtue of this delegation of authority will be included when calculating the overall cap stipulated in Resolution 33;

Decides that price of Warrants that might be issued by the Executive Board in respect of this delegation of authority (or any other delegation of authority that might be granted for the purposes of issuing share subscription warrants) shall be determined on the basis of an independent expert's report commissioned by the Company to determine their market value whenever issue Beneficiaries are members of the Company's Supervisory Board;

Decides that each Warrant shall give entitlement to subscribe to one (1) new ordinary share;

Decides to remove shareholders' preferential subscription rights to the benefit of:

- any natural or legal person in a business relationship with the Company or one of its subsidiaries, the Company's strategic partners, manufacturers or sales organizations in the pharmaceuticals sector, persons connected to the Company or one of its subsidiaries through a services or consultancy contract;
- shareholders, executives or employees of such persons, where said persons are legal persons;
- persons exercising managerial responsibilities within the meaning of Article 3 subsection 25 of European Regulation no. 596/2014 on Market Abuse, corporate officers or employees of the Company or its subsidiaries;

Decides that Warrants must be exercised within fifteen (15) years of their issue and that Warrants will automatically lapse if they are not exercised before said period of fifteen (15) years expires;

Decides that the Warrants subscription price shall be set by the Executive Board, with the option to sub-delegate, as part of implementing this delegation of authority, and will be equal to at least 5% of the volume-weighted average price over the three (3) trading sessions preceding the date the Executive Board grants the Warrants;

Decides that the subscription price for an ordinary share in the Company on exercising a Warrant, which shall be set by the Executive Board at the time Warrants are granted, is to be equal to at least the volume-weighted average price over the twenty (20) trading sessions preceding the day the Executive Board decides to grant the Warrants, reduced by a maximum discount of 20%, if any;

Authorizes the Company to impose buyback or redemption of the rights on Warrant holders, as stipulated under Article L.226-102 of the French Commercial Code;

Acknowledges that this authority entails shareholders expressly waiving, to the benefit of Warrant beneficiaries, their preferential subscription rights to the ordinary shares on which the Warrants confer entitlement;

Decides, subject to the conditions set in Resolution 33, that the Executive Board shall have full powers to implement this delegation of authority, with the option to sub-delegate, within the limits and as stipulated above, including in order to:

- issue Warrants and determine their specific characteristics,
- set the Warrants subscription price,
- and the Warrants exercise price,
- determine the list of beneficiaries and the number of Warrants to which each can subscribe,
- determine any special conditions for the Warrants to which each can subscribe,
- set out how the rights of Warrants holders are protected,
- ensure compliance with the conditions of validity and exercise of the Warrants,
- receive notifications when Warrants are exercised, record the resulting capital increases, and amend the Company's articles accordingly,
- take all measures necessary to protect Warrants holders, and
- in general terms, take all measures and complete all formalities useful to the abovementioned issue.

Decides that this delegation of authority shall be valid for eighteen (18) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 32

(To give the Executive Board the authority to grant free existing or future shares ("Free Shares") with shareholders' removal of preferential subscription rights to the benefit of one particular category of persons)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

In accordance with Articles L.225-197-1 et seq. and L.22-10-59 et seq. of the French Commercial Code,

Authorizes the Executive Board, with the option to sub-delegate to the extent the law permits, to grant, in one or more stages, free shares in the Company, either existing or to be issued in future;

Decides that the maximum nominal amount of capital increases that may be conducted, immediately or in future, by virtue of this authority shall be 7% of the number of shares comprising the authorized capital on the day that the Executive Board decides to implement this authority; this maximum will be increased by the nominal value of any shares to be issued in order to preserve, in accordance with the law, the rights of holders of negotiable and dilutive securities. Furthermore, under no circumstances can the maximum number of shares granted free of charge by virtue of this authority exceed 10% of the number of shares comprising the authorized capital on the day that the Executive Board decides to implement this authority;

Decides that the number of shares able to be granted free of charge by virtue of this authority will be included when calculating the overall cap stipulated in Resolution 33;

Decides that the beneficiaries of free shares may be employees, or certain categories of employees, of the Company and/or entities directly or indirectly affiliated to the Company within the meaning of Article L.225-197-2 of the French Commercial Code, and corporate officers, or certain of them, of the aforesaid companies or entities, determined by the Executive Board in accordance with the provisions of Articles L.225-197-1 et seq. and L.22-10-59 et seq. of the French Commercial Code, all while moreover meeting the conditions and any grant criteria that might be set by the Executive Board;

Decides that if free shares are granted to corporate officers as stipulated under Article L.22-10-59 of the French Commercial Code, this can only occur under the conditions set out in Article L.22-10-60 of the French Commercial Code;

Decides that the grant of shares to beneficiaries shall be permanent at the end of the minimum vesting period of one year;

Decides, notwithstanding the foregoing, that the shares may be permanently allocated before the end of the vesting period in the event of the beneficiary's disability within the second and third categories described in Article L.341-4 of the French Social Security Code, on the day the disability is recognized, and that said shares will then be freely transferable by the beneficiary in question regardless of the aforementioned retention period;

Acknowledges that if new free shares are allocated, this decision shall entail, as and when said shares are permanently allocated, a capital increase by incorporation of reserves, retained profits or share premiums in favor of the beneficiaries of said shares, and the concomitant waiving by shareholders, to the benefit of the beneficiaries of said shares, of their preferential subscription right to said shares;

Grants, subject to the conditions set in Resolution 33, full authority to the Executive Board to implement this resolution, with the option to sub-delegate, within the limits and under the conditions stipulated above, including in order to:

- determine whether the shares granted are existing shares and/or shares to be issued in future, and change its choice before the permanent award;
- determine the categories of beneficiaries of the grant(s);
- freely determine the identity of beneficiaries and the number of shares granted to each, and set the conditions under which the shares are granted and any allocation or performance criteria there might be;
- decide upon the amount of the grant(s), the dates and arrangements for each, and the date, including the option to backdate, from which enjoyment of the issued shares' rights shall take effect;
- determine the final duration of the vesting period and the holding period of the shares within the limits set by law and the above General Meeting;
- register the granted free shares in an account in the name of their holder, mentioning the unavailability and the duration of same;
- allocate to an unavailable reserve earmarked for beneficiaries' rights a sum equal to the total nominal value of shares that may be issued by way of a capital increase, by deducting the necessary sums from any reserves freely available to the Company;
- deduct the necessary amounts from this unavailable reserve to pay up the nominal value of the shares to be issued to their beneficiaries, and consequently increase the authorized capital by the nominal amount of the shares granted;
- in the event of a capital increase, amend the Company's articles accordingly and complete all the resulting formalities;
- in the event any financial transactions stipulated under Article L.228-99 subsection 1 of the French Commercial Code are conducted during the vesting period, implement as it sees fit, all appropriate measures to preserve and adjust the rights of share beneficiaries as stipulated by said Article;

Decides that this authority shall be valid for thirty-eight (38) months starting from the date of this Meeting;

Decides that this authority shall cancel out any previous authority having the same purpose with effect from the time it is implemented.

RESOLUTION 33

(To set the overall cap on the amount of issues conducted by virtue of the authorities to grant Options and Free Shares and the delegation of authority to issue Warrants)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

Decides that the total number of shares that may be issued or granted by virtue of Resolutions 30, 31 and 32 above cannot exceed 7% of the authorized capital on an undiluted basis as recognized on the date of the grant or issue decision, it being stipulated that to this cap shall be added the extra value of any shares issued in order to preserve, in accordance with the law and any contractual provisions that might apply, the rights of holders of negotiable and dilutive securities;

Decides that the Executive Board can only make use of the authorities and delegations of authority stipulated in Resolutions 30, 31 and 32, as regards the issuance of Options and/or Warrants and or Free shares to the benefit of one or more Executive Board members, after the Supervisory Board's prior agreement, acting on the opinion of the Remuneration Committee;

Decides that the Executive Board can only make use of the authorities and delegations of authority stipulated in Resolutions 30, 31 and 32, as regards the issuance of Options and/or Warrants and or Free shares to the benefit of beneficiaries other than Executive Board members, after prior consultation with the Supervisory Board over the terms and conditions under which the Options and/or Warrants and/or Free shares are to be issued;

Decides that whenever the cumulative number of shares that may be issued, immediately or in future, after the exercise of Warrants and/or Options issued by the Executive Board and/or Free shares awarded by the Executive Board by virtue of authorities and delegations of authority stipulated in Resolutions 30, 31 and 32, to the benefit of any beneficiary, reaches 3.5% of the authorized capital on an undiluted basis as recognized on the date of the grant or issue decision, i.e. half the cap set in this Resolution, any further use of said authorities and delegations of authority stipulated in Resolutions 30, 31 and 32 shall be subject to prior approval by the Supervisory Board.

RESOLUTION 34

(To delegate authority to the Executive Board to increase the Company's capital by issuing shares or dilutive securities, reserved for members of a company savings plan, with removal of preferential subscription rights to the benefit of such members)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the reports from (i) the Executive Board and (ii) the statutory auditors,

Taking note of the provisions of Articles L.3332-18 to L.3332-24 of the French Labour Code, and acting in accordance with the provisions of Articles L.225-129-6, and L.225-138-1 of the French Commercial Code,

Delegates authority to the Executive Board, with the option to sub-delegate, to decide upon a capital increase, in one or more stages, at such times and under such conditions as it might determine, of a maximum amount of €2,528 per issue of ordinary shares or dilutive financial securities reserved for members of a company savings plan (or any other plan for whose members Articles L.3332-1 et seq. of the French Labour Code or any similar regulation would provide for the reservation of a capital increase under equivalent conditions) in place or to be put in place within the Company, it being stipulated that the above maximum nominal amount will be increased by shares issued to preserve the rights of holders of dilutive securities in accordance with the provisions of the French Commercial Code;

Decides that the share subscription prices shall be set in accordance with the provisions of Article L.3332-19 of the French Labour Code;

Decides that this delegation of authority shall entail removal of shareholders' preferential subscription rights to new shares or securities to the benefit of the abovementioned beneficiaries, in the event the capital increase described in the previous paragraph is conducted;

Decides that the Executive Board may grant shares or dilutive financial securities in the Company free of charge, in accordance with the provisions of Article L.3332-21 of the French Labour Code;

Decides that each capital increase shall be carried out only up to the amount of ordinary shares to which the aforementioned beneficiaries actually subscribe;

Decides that the characteristics of issues of dilutive financial securities will be determined by the Executive Board under the conditions set by the regulations;

Grants full authority to the Executive Board to implement this delegation, including to:

- decide and set the arrangements for issuing and granting shares or dilutive securities by virtue of this delegation of authority. This includes setting the subscription price in compliance with the rules given above, subscription opening and closing dates, the date (including backdated) from which enjoyment of rights will take effect, payment deadlines for shares and dilutive securities if any, and all in accordance with the legal limits in force;
- record the completion of capital increases up to the amount of the shares or securities actually subscribed and amend the Company's articles accordingly;
- complete all operations and formalities, either directly or through an agent;
- and generally, do everything useful and necessary to permanently complete the increase(s) in the authorized capital.

Decides that this delegation of authority shall be valid for eighteen (18) months starting from the date of this Meeting;

Decides that this delegation of authority shall cancel out any previous delegation having the same purpose, including any unused provisions of such.

RESOLUTION 35

Amendment to the terms and conditions of the share warrants issued by the CEO and the Executive Board on December 21, 2022, January 11, 2023 and July 19, 2023 in favor of the European Investment Bank (the "EIB"), namely an extension to the exercise period

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of (i) the special report from the statutory auditors and (ii) the independent expert's report report on the planned amendment to the share subscription warrant terms and conditions,

In accordance with Articles L.225-129 et seq., L.22-10-52, L.225-135, L.225-138 and L.228-92 et seq. of the French Commercial Code,

Reiterates that on December 21, 2022, the CEO, acting by virtue of the delegation of authority granted by Resolution 28 of the Extraordinary General Meeting of September 8, 2022, issued a total of 175,000 share subscription warrants to the EIB (the "EIB Warrants 1"),

Reiterates that on January 11, 2023 and January 26, 2023, the Executive Board, acting by virtue of the delegation of authority granted by Resolution 28 of the Extraordinary General Meeting of September 8, 2022, issued a total of 286,041 share subscription warrants to the EIB (the "EIB Warrants 2"),

Reiterates that on 19 July 2023, the Executive Board, acting by virtue of the delegation of authority granted by Resolution 28 of the Extraordinary General Meeting of September 8, 2022, issued a total of 318,313 share subscription warrants to the EIB (the "EIB Warrants 3"),

Decides to amend the EIB Warrants 1 terms and conditions as follows: extension to the exercise period for EIB Warrants 1 by postponing the deadline initially set at December 21, 2032, to December 21, 2037;

Decides to amend the EIB Warrants 2 terms and conditions as follows: extension to the exercise period for EIB Warrants 2 by postponing the deadline initially set at January 26, 2033, to January 26, 2038;

Decides to amend the EIB Warrants 3 terms and conditions as follows: extension to the exercise period for EIB Warrants 3 by postponing the deadline initially set at July 19, 2033, to 19 July 2038;

Acknowledges that these amendments shall take effect from the end of this General Meeting;

Acknowledges that the other attributes of EIB Warrants 1, 2 and 3 as previously determined by the CEO and the Executive Board shall remain unchanged;

Decides that the Executive Board shall have full authority, with the option to delegate or sub-delegate in accordance with legal and regulatory provisions, to implement the abovementioned amendment to the attributes of EIB Warrants 1, EIB Warrants 2 and EIB Warrants 3 and to take all measures, enter into any agreement, disclose any documentation and complete any formalities, procedures and reporting obligations to all bodies and in general terms, do everything necessary.

RESOLUTION 36

(To examine the Company's situation and, pursuant to Article L.225-248 of the French Commercial Code, decide whether the Company is to be wound up and a liquidator appointed)

The General Meeting,

Acting under the quorum and majority voting conditions applying to extraordinary general meetings,

Having taken cognizance of the Executive Board's report, and subject to the passing of Resolutions 1 and 4 above,

after noting that the full-year financial statements for financial year ending March 31, 2023, as approved under Resolution 1 of this General Meeting, show that the Company's shareholders' equity is less than half the authorized capital,

Decides, in accordance with the provisions of Article L.225-248 of the French Commercial Code, to announce the dissolution of the Company (earlier than the lifespan stated in the Company articles) with effect from the current date, and to appoint the CEO, Christophe Douat, as liquidator for the liquidation period, for the purposes of realising assets, settling liabilities, and distributing any available balance between the shareholders.

Acknowledges that, if dissolution is rejected, the Company's shareholders' equity must be reconstituted no later than March 31, 2026.

RESOLUTION 37

(Authority for formalities)

The General Meeting,

Acting under the quorum and majority voting conditions applying to ordinary general meetings,

Gives full authority to any person bearing an original, copy or extract of this minutes to complete legal and other publicity formalities as required.