

8.2 RESOLUTIONS SUBMITTED TO THE VOTE OF THE COMBINED SHAREHOLDERS' MEETING OF MAY 16, 2024

8.2.1 Draft agenda

For details of this draft, please refer to Section 8.1 "Draft report of the Board of Directors on the draft resolutions submitted to the Combined Shareholders' Meeting" of this Universal Registration Document.

Within the authority of the Ordinary Shareholders' Meeting

- Reports of the Board of Directors and of the Statutory Auditors on the Company's operations during the financial year ended December 31, 2023;
- Approval of the Company financial statements for the financial year ended December 31, 2023;
- Approval of the consolidated financial statements for the financial year ended December 31, 2023;
- Allocation of profit or loss and dividend payment;
- Authorisation of the Board of Directors to trade in the shares of the Company;
- Approval of the special report of the Statutory Auditors on the regulated agreements and commitments referred to in Articles L.225-38 et seq. of the French Commercial Code;
- Approval of the information mentioned in Article L.22-10-9 Section I of the French Commercial Code on the compensation of non-executive corporate officers pursuant to Article L.22-10-34 Section I of the French Commercial Code;
- Approval of the fixed, variable and exceptional components comprising the total compensation and benefits of any kind paid during the financial year ended December 31, 2023, or awarded in respect of the same financial year to Bernardo Sanchez Incera, Chairman of the Board of Directors, pursuant to Article L.22-10-34 Section II of the French Commercial Code;
- Approval of the fixed, variable and exceptional components comprising the total compensation and benefits of any kind paid during the financial year ended December 31, 2023, or awarded in respect of the same financial year to Xavier Durand, Chief Executive Officer, pursuant to Article L.22-10-34 Section II of the French Commercial Code;
- Approval of the compensation policy applicable to the members of the Board of Directors, pursuant to Article L.22-10-8 of the French Commercial Code;
- Approval of the compensation policy applicable to the Chairman of the Board of Directors, pursuant to Article L.22-10-8 of the French Commercial Code;
- Approval of the compensation policy applicable to the Chief Executive Officer, pursuant to Article L.22-10-8 of the French Commercial Code;
- Appointment of an auditor responsible for sustainability reporting.

Within the authority of the Extraordinary Shareholders' Meeting

- Authorisation to the Board of Directors to reduce the share capital of the Company by cancellation of treasury shares;
- Delegation of authority to the Board of Directors with a view to increasing the share capital by incorporation of reserves, profits or premiums or any other sum whose capitalisation would be accepted;
- Delegation of authority to the Board of Directors to increase the share capital by issuing, with the maintenance of the preferential subscription right, shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued;
- Delegation of authority to the Board of Directors to increase the share capital by issuing, with cancellation of the preferential subscription right, shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, in the context of public offerings other than those referred to in Article L.411-2 Section I of the French Monetary and Financial Code;
- Delegation of authority to the Board of Directors to increase the share capital by issuing, with cancellation of the preferential subscription right, shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, in the context of public offerings referred to in Article L.411-2 Section I of the French Monetary and Financial Code;
- Delegation of authority to the Board of Directors to increase the share capital by issuing shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, in return for contributions in kind;
- Delegation of authority to the Board of Directors to increase the share capital with cancellation of the preferential subscription right by issuing Company shares reserved for members of a Company savings plan;
- Delegation of authority to the Board of Directors to increase the share capital by issuing shares with cancellation of the preferential subscription right in favour of a specific category of beneficiaries;
- Powers for the completion of formalities.

8.2.2 Draft resolutions to be submitted to the Combined General Meeting

WITHIN THE REMIT OF THE ORDINARY GENERAL MEETING

First resolution

(Approval of the Company financial statements for the financial year ended December 31, 2023)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the reports of the Board of Directors and the Statutory Auditors relating to the financial statements for the financial year ended December 31, 2023, approves the Company financial statements for the said financial year as presented, as well as the transactions reflected in these financial statements and summarised in these reports.

Second resolution

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

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the reports of the Board of Directors and the Statutory Auditors relating to the consolidated financial statements for the financial year ended December 31, 2023, approves the consolidated financial statements for the said financial year as presented, as well as the transactions reflected in these financial statements and summarised in these reports.

Third resolution

(Allocation of profit or loss and dividend payment)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings:

- notes that the Company financial statements as at December 31, 2023 show a net profit for the financial year of €208,001,241;

- notes that the legal reserve, amounting to €31,449,646 as at December 31, 2023, exceeds the legal requirements;
- notes that retained earnings as at December 31, 2023 shows a credit of €99,527,048;
- notes that the distributable profit comes to €307,528,288;
- resolves to allocate a total amount of €193,708,957 to shareholders, representing a payment of €1.30 per share and to transfer the balance to retained earnings.

It is specified that, after distribution, retained earnings will be equal to €113,819,331. This amount includes dividends not paid on treasury shares at December 31, 2023.

For individuals who are tax residents in France, this dividend would be automatically subject to the single flat-rate deduction set out in Article 200 A of the French General Tax Code, unless the overall option for the progressive scale was chosen. In the event of an option for the progressive scale, this option would be eligible for the proportional reduction of 40% set out in Article 158(3) (2) of the French General Tax Code. The paying institution would make the flat-rate levy at source (not effecting full discharge) set out in Article 117 quater of the French General Tax Code, except for beneficiaries who are tax residents in France who have made a request for exemption under the conditions of Article 242 quater of the French General Tax Code.

All shareholders - and specially those domiciled or established outside France as regards the regulation applicable in the State of residence or establishment - are invited to contact their usual advisor to determine, by means of a detailed analysis, the tax consequences of this distribution.

The General Meeting recalls, in accordance with the legal provisions, that the dividends distributed for the previous three financial years were as follows:

FINANCIAL YEAR	NUMBER OF SHARES PAYING OUT ⁽¹⁾	TOTAL AMOUNT (in €)	DISTRIBUTED DIVIDEND ELIGIBLE FOR A 40% REDUCTION MENTIONED IN ARTICLE 158-3-2 OF THE FRENCH GENERAL TAX CODE (in €)
2020	149,047,713	81,976,242	81,976,242
2021	149,352,439	224,028,659	224,028,659
2022	149,311,069	226,952,825	226,952,825

⁽¹⁾ The number of shares that pay out excludes treasury shares.

The dividend will be detached from the share on May 22, 2024 and paid as of May 24, 2024. The treasury shares held by the Company on May 22, 2024 will not give rise to the right to distribution.

The General Meeting confers full powers on the Board of Directors to determine the final overall amount of the

amounts distributed according to the number of shares held by the Company on May 22, 2024 and make the necessary adjustments, based on the amount of dividends actually paid, and more generally do whatever is necessary to ensure the proper completion of the transactions covered by this resolution.

Fourth resolution

(Authorisation of the Board of Directors to trade in the shares of the Company)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the report of the Board of Directors:

1. Authorises the Board of Directors, with the option of subdelegation under the conditions set out by the law and regulations, in accordance with the provisions of Articles L.22-10-62 et seq. of the French Commercial Code, to purchase or cause to be purchased, on one or more occasions and at the times set by it, a number of the Company's shares not exceeding:
 - i. 10% of the total number of shares making up the share capital at any time, or
 - ii. 5% of the total number of shares making up the share capital in the case of shares acquired by the Company in view of their conservation and subsequent delivery in payment or in exchange in the context of a merger, demerger or contribution transaction.

These percentages apply to an adjusted number of shares, as the case may be, depending on the transactions that may affect the share capital after this General Meeting.

The acquisitions made by the Company may under no circumstances lead the Company to hold at any time whatsoever more than 10% of the shares comprising its share capital;

2. Decides that this authorisation may be used to:
 - i. generate liquidity and stimulate the securities market of the Company through an investment service provider acting independently under a liquidity agreement in line with market practice admitted by the Autorité des marchés financiers (French financial market authority),
 - ii. grant shares to corporate officers and employees of the Company and other Group entities, including (i) Company profit sharing, (ii) any stock option plan of the Company, pursuant to the provisions of Articles L.225-177 et seq. and L.22-10-56 et seq. of the French Commercial Code, or (iii) any savings plan pursuant to the provisions of Articles L.3331-1 et seq. of the French Labour Code or (iv) any free allocation of shares within the framework of the provisions of Articles L.225-197-1 et seq. and L.22-10-59 et seq. of the French Commercial Code, as well as to carry out any hedging transactions relating to these transactions, in accordance with the conditions laid down by the market authorities and at such times as the Board of Directors or the person acting on the delegation of the Board of Directors will assess,
 - iii. deliver Company shares upon exercise of rights attached to securities giving entitlement, directly or indirectly, by redemption, conversion, exchange, presentation of a warrant or in any other manner to the allocation of Company shares within the framework of the regulations in force, as well as to carry out any hedging transactions relating to these transactions, according to the conditions laid down by the market authorities and at such times as the Board of Directors or the person acting on the delegation of the Board of Directors will assess,

- iv. retain the Company shares and subsequently deliver them as a payment or exchange in the context of any external growth, merger, demerger or contribution operations,
- v. cancel all or part of the shares thus purchased,
- vi. implement any market practice that may be accepted by the Autorité des marchés financiers and, more generally, carry out any transaction in accordance with the regulations in force;

3. Decides that the maximum unit purchase price will not exceed €16 per share, excluding charges. The Board of Directors may, however, in the event of transactions concerning the Company's capital, in particular changes in the nominal value of the share, capital increase by incorporation of reserves followed by the creation and free allocation of shares, division or consolidation of shares, adjust the aforementioned maximum purchase price in order to take into account the impact of these transactions on the value of the Company's share;
4. Decides that the acquisition, sale or transfer of such shares may be carried out and paid by any means authorised by the regulations in force, on a regulated market, on a multilateral trading facility, with a systematic or over-the-counter internaliser, including by way of acquisition or sale of blocks, by means of options or other derivative financial instruments, or warrants or, more generally, securities giving entitlement to Company shares, at such times as the Board of Directors will assess;
5. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this authorisation as from the filing by a third party of a draft public offer covering the securities of the Company, until the end of the offer period;
6. Decides that the Board of Directors will have all powers, with the option of subdelegation under the conditions set out by the law and regulations, in order, in accordance with the relevant legal and regulatory provisions, to make the allocations and, where applicable, the permitted reallocations of shares redeemed for one or more of the objectives of the plan to one or more of its other objectives, or to their transfer, on the market or off the market.

All powers are therefore conferred on the Board of Directors, with the option of subdelegation under the conditions set out by the law and regulations, to implement this authorisation, specify, if necessary, the terms and determine the terms and conditions under the legal conditions and of this resolution, and in particular to place all stock market orders, to enter into all agreements, in particular to keep the registers of purchases and sales of shares, make all declarations to the Autorité des marchés financiers or any other competent authority, prepare any information document, complete all formalities, and in general, do whatever is necessary.

The Board of Directors must inform the General Meeting, under the conditions set out by law, of the operations carried out under this authorisation;
7. Decides that this authorisation, which cancels and replaces that granted by the fourth resolution of the General Meeting of May 16, 2023, is granted for a term of eighteen (18) months from the date of this General Meeting.

Fifth resolution

(Approval of the special report of the Statutory Auditors on the regulated agreements and commitments referred to in Articles L.225-38 et seq. of the French Commercial Code)

The General Meeting, ruling under the quorum and majority conditions required for ordinary General Meetings, having read the Board's report and the special report of the Statutory Auditors mentioned in Article L.225-40 referred to under the provision of Articles L.225-38 and following of the French Commercial Code, approves the report and acknowledges that no new agreements falling under the scope of Article L.225-38 of the French Commercial Code was signed in the financial year ended December 31, 2023.

Sixth resolution

(Approval of the information mentioned in Article L.22-10-9 Section I of the French Commercial Code on the compensation of non-executive corporate officers pursuant to Article L.22-10-34 Section I of the French Commercial Code)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the corporate governance report referred to in Article L.225-37 of the French Commercial Code and appearing in Section 8.1.3 of Chapter 8 of the Company's 2023 Universal Registration Document, approves, pursuant to Section I of Article L.22-10-34 of the French Commercial Code, the information mentioned in Article L.22-10-9 of the French Commercial Code on the compensation of non-executive corporate officers for the financial year ended December 31, 2023, as presented in the aforementioned report.

Seventh resolution

(Approval of the fixed, variable and exceptional components comprising the total compensation and benefits of any kind paid during the financial year ended December 31, 2023, or awarded in respect of the same financial year to Bernardo Sanchez Incera, Chairman of the Board of Directors, pursuant to Article L.22-10-34 Section II of the French Commercial Code)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the report on corporate governance referred to in Article L.225-37 of the French Commercial Code and appearing in Section 8.1.3 of Chapter 8 of the Company's 2023 Universal Registration Document, approves, pursuant to Article L.22-10-34 Section II of the French Commercial Code, the fixed, variable and exceptional components comprising the total compensation and benefits of any kind paid during the financial year ended December 31, 2023, or allocated for the same financial year to Bernardo Sanchez Incera, Chairman of the Board of Directors, as presented in the aforementioned report.

Eighth resolution

(Approval of the fixed, variable and exceptional components comprising the total compensation and benefits of any kind paid during the financial year ended December 31, 2023, or awarded in respect of the same financial year to Xavier Durand, Chief Executive Officer, pursuant to Article L.22-10-34 Section II of the French Commercial Code)

The General Meeting, acting with the quorum and majority conditions required for ordinary General Meetings, having read the report on corporate governance referred to in Article L.225-37 of the French Commercial Code and appearing in Section 8.1.3 of Chapter 8 of the Company's 2023 Universal Registration Document, approves, pursuant to Article L.22-10-34 Section II of the French Commercial Code, fixed, variable and exceptional components comprising the total compensation and benefits of any kind paid during the financial year ended December 31, 2023, or allocated for the same financial year to Xavier Durand, Chief Executive Officer of the Company, as presented in the aforementioned report.

Ninth resolution

(Approval of the compensation policy applicable to the members of the Board of Directors, pursuant to Article L.22-10-8 of the French Commercial Code)

The General Meeting, acting with the quorum and majority conditions required for ordinary General Meetings, having read the corporate governance report referred to in Article L.225-37 of the French Commercial Code and appearing in Section 8.1.3 of Chapter 8 of the Company's 2023 Universal Registration Document, approves, pursuant to Article L.22-10-8 of the French Commercial Code, the compensation policy applicable to the members of the Board of Directors as determined by the Board of Directors of the Company on the proposal of the Nominations and Compensation Committee and presented in the aforementioned report.

Tenth resolution

(Approval of the compensation policy applicable to the Chairman of the Board of Directors, pursuant to Article L.22-10-8 of the French Commercial Code)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the report on corporate governance, referred to in Article L.225-37 of the French Commercial Code and appearing in Section 8.1.3 of Chapter 8 of the Company's 2023 Universal Registration Document, approves, pursuant to Article L.22-10-8 of the French Commercial Code, the compensation policy applicable to the Chairman of the Board of Directors of the Company, as determined by the Board of Directors of the Company on the proposal of the Nominations and Compensation Committee and presented in the aforementioned report.

Eleventh resolution

(Approval of the compensation policy applicable to the Chief Executive Officer, pursuant to Article L.22-10-8 of the French Commercial Code)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the report on corporate governance, referred to in Article L.225-37 of the French Commercial Code and appearing in Section 8.1.3 of Chapter 8 of the Company's 2023 Universal Registration Document, approves, pursuant to Article L.22-10-8 of the French Commercial Code, the compensation policy applicable to the Chief Executive Officer of the Company, as determined by the Board of Directors of the Company on the proposal of the Nominations and Compensation Committee and presented in the aforementioned report.

Twelfth resolution

(Appointment of an auditor responsible for sustainability reporting)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the report of the Board of Directors, and in accordance with Ordinance No. 2023-1142 of December 6, 2023, resolves to appoint as auditor in charge of certifying sustainability-related information, for a period of one financial year, *i.e.* until the end of the General Meeting convened to approve the financial statements for the financial year ended December 31, 2024:

- the company Deloitte & Associés: a simplified joint stock company (*société par actions simplifiée*) having its registered office at 6 place de la Pyramide, 92908 à Paris La Défense Cedex, registered in the Nanterre Trade and Companies Register under number 572 028 041.

The company Deloitte & Associés has indicated that it accepts these functions and that it is not affected by any incompatibility or prohibition likely to prevent its appointment.

MATTERS COMING WITHIN THE PURVIEW OF THE EXTRAORDINARY GENERAL MEETING

Thirteenth

(Authorisation to the Board of Directors to reduce the share capital of the Company by cancellation of treasury shares)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors, and in accordance with the provisions of Article L.22-10-62 of the French Commercial Code:

1. Authorises the Board of Directors, with the option of subdelegation under the conditions set out by the law and regulations, to:
 - i. cancel, on its own decisions, on one or more occasions, up to a limit of 10% of the amount of the share capital existing on the date of cancellation (that is to say adjusted according to the transactions on the share capital since the adoption of this resolution), in a period of twenty-four months, all or part of the shares acquired by the Company under a

share buyback programme authorised by the shareholders,

- ii. reduce the share capital accordingly and allocate the difference between the redemption price of the cancelled shares and their nominal value against the available premiums and reserves of its choosing;
2. Confers all powers on the Board of Directors, with the option of subdelegation under the conditions set out by the law and regulations, for the purpose of determining the final amount of capital reductions within the limits laid down by law and this resolution, fixing the terms thereof, recording their completion, carrying out all acts, formalities or declarations with a view to making final any reductions of capital that may be made pursuant to this authorisation and for the purpose of amending the Articles of Association accordingly;
3. Decides that this authorisation, which cancels and replaces that granted by the twelfth resolution of the General Meeting of May 16, 2023, is granted for a period of twenty-six (26) months from the date of this General Meeting.

Fourteenth resolution

(Delegation of authority to the Board of Directors with a view to increasing the share capital by incorporation of reserves, profits or premiums or any other sum whose capitalisation would be accepted)

The General Meeting, acting with the quorum and majority required for ordinary General Meetings, having read the report of the Board of Directors and in accordance with the provisions of the French Commercial Code and in particular Articles L.225-129, L.225-129-2, L.225-130 and L.22-10-50:

1. Delegates to the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, its competence to increase, on one or more occasions, in the proportions and at the times it determines, the share capital of the Company by incorporation of reserves, profits or premiums of issue, merger or contribution, or any other sum, the capitalisation of which will be legally possible, to be carried out by issuing new shares or by raising the nominal amount of the existing shares or combining these two modes of realisation in accordance with the terms and conditions it will determine;
2. Decides that the nominal amount of the capital increases which may be decided by the Board of Directors and carried out, immediately and/or in the future, under this delegation may not exceed a maximum amount of seventy-five million euros (€75,000,000), this limit being independent of the limit specified in paragraph 2 of the fifteenth resolution below. This ceiling will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve, in accordance with the laws and regulations and, as the case may be, the applicable contractual provisions, the rights of holders of securities or other rights giving access to the Company's capital;
3. Specifies that in the event of a capital increase giving rise to the free allocation of new shares, the Board of Directors may decide that the rights forming fractional shares will not be negotiable and that the corresponding shares will be sold, in accordance with the provisions of Articles L.225-130 and L.22-10-50 of the French Commercial Code, the sums arising from the sale being

allocated to the holders of the rights within the time limits laid down by the regulations;

4. Decides that the Board of Directors will have all powers, with the option of subdelegation under the legislative and regulatory conditions, to implement this delegation, and in particular:
 - i. determine the terms and conditions of the authorised transactions and in particular to determine the amount and nature of the reserves, profits, premiums or other amounts to be incorporated into the capital, determine the number of new shares to be issued and/or the amount of which the nominal value of the existing shares making up the share capital will be increased, to determine the date, even retroactive, from which the new shares will be exercised or that on which the increase of the nominal value will take effect and proceed, where applicable, with all charges against the share premium(s) and, in particular, the costs incurred by the realisation of the issues,
 - ii. take all measures intended to protect the rights of holders of securities or other rights giving access to the capital, existing on the date of the capital increase,
 - iii. take all appropriate measures and enter into all agreements in order to ensure the correct completion of the planned transaction (s) and, generally, to do all that is necessary, to carry out all acts and formalities for the purpose of making final the capital increase(s) that may be carried out under this delegation as well as to amend the Company's Articles of Association accordingly,
 - iv. take all measures and have all formalities required for the admission to trading of the securities sold on the regulated market of Euronext Paris;
5. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
6. Decides that this delegation, which cancels and replaces that granted by the seventeenth resolution of the General Meeting of May 17, 2022, is granted for a period of twenty-six (26) months from the date of this General Meeting.

Fifteenth resolution

(Delegation of authority to the Board of Directors to increase the share capital by issuing, with the maintenance of the preferential subscription right, shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors and in accordance with the provisions of the French Commercial Code and in particular Articles L.225-129 et seq., L.225-132, L.225-133, L.22-10-49 and L.228-91 et seq.:

6. Delegates to the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, the power to decide to proceed, on one or more occasions, in the proportions and at the times it assesses, both in France and abroad, in euros or foreign currency, with the issuance, maintaining the preferential subscription right, of Company shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, the subscription of which may be made either in cash or by offsetting certain receivables, liquid and payable, either in whole or in part, by the incorporation of reserves, profits or premiums;
7. Decides that the total nominal amount of the capital increases which may be carried out immediately and/or in the future pursuant to this delegation will not exceed a maximum amount of one hundred and fifteen million euros (€115,000,000), or its equivalent value in another currency, it being specified that the nominal amount of the capital increases realised pursuant to this resolution and the sixteenth to twentieth resolutions submitted to this General Meeting will be deducted from such limit. This ceiling will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve, in accordance with the laws and regulations and, as the case may be, the applicable contractual provisions, the rights of holders of securities or other rights giving access to the Company's capital;
8. Decides that the securities giving access to capital securities to be issued by the Company so issued may consist of debt securities or be associated with the issuance of such securities, or allow them to be issued as intermediate securities. The maximum overall nominal amount of debt issues that could be carried out on the basis of this delegation may not exceed five hundred million euros (€500,000,000) or its equivalent value in another currency, it being specified that the nominal amount of debt securities issued pursuant to this resolution and the sixteenth to eighteenth resolutions submitted to this General Meeting will be deducted from such ceiling;
9. Acknowledges that this delegation entails the waiver, by the shareholders, of their preferential subscription rights, of the capital securities of the Company to which the securities issued on the basis of this delegation may give right immediately or in the future;
10. Decides that the shareholders may exercise, under the conditions provided by law, their preferential subscription right on an irreducible basis to the equity securities and/or securities the issuance of which is to be decided by the Board of Directors pursuant to this delegation of authority. The Board of Directors shall be entitled to confer on shareholders the right to subscribe, on a reducible basis, a number of securities higher than that which they could subscribe on an irreducible basis, in proportion to the subscription rights available to them and, in any event, up to the limit of their requests.

If the subscriptions on an irreducible basis, and, where applicable, on a reducible basis, have not absorbed all the capital securities and/or securities issued, the Board of Directors will have the option, to the extent it determines, to limit, in accordance with the law, the issue in question to the amount of subscriptions received, subject to the condition that it reaches at least three-quarters of the issue initially decided, either to freely distribute all or part of the securities not subscribed among the persons of its choosing, or to offer in the same way to the public, on the

French or international market, all or part of the securities not subscribed, with the Board of Directors being able to use all or only some of the options set out above;

11. Further specifies that the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, may in particular:
 - i. decide and determine the characteristics of the issues of shares and securities to be issued and, in particular, their issue price (with or without share premium), the terms of their subscription, their payment and their date of enjoyment (even retroactive),
 - ii. in the event of the issuance of share warrants, determine the number and characteristics thereof and decide, if it deems it appropriate, on terms and conditions that it will determine, that the warrants may be redeemed, or that they will be allocated free of charge to the shareholders in proportion to their right in the share capital,
 - iii. more generally, determine the characteristics of any securities and, in particular, the terms and conditions for the allocation of shares, the duration of the borrowings that may be issued in bond form, their subordinated or unsubordinated nature, the currency of issue, the terms and conditions of repayment of the principal, with or without premiums, the terms and conditions of redemption and, where applicable, the terms and conditions of purchase, exchange or early redemption, the interest rates, fixed or variable, and the payment date; remuneration may include a variable part calculated by reference to items relating to the Company's business and profits and a deferred payment in the absence of distributable profits,
 - iv. decide to use the shares acquired as part of a share buyback programme authorised by the shareholders to allot them as a result of the issuance of the securities issued on the basis of this delegation,
 - v. take all measures to protect the rights of the holders of the securities issued or other rights giving access to the Company's capital required by the laws and regulations and the applicable contractual provisions,
 - vi. suspend the exercise of the rights attached to these securities for a fixed period in accordance with the applicable laws and regulations and contractual provisions,
 - vii. record the completion of any increases in capital and issues of securities, proceed with the corresponding amendment of the Articles of Association, allocate the issue costs to the premiums and, if it deems it appropriate, deduct from the amount of the capital increases the sums necessary in order to increase the legal reserve to one tenth of the new share capital,
 - viii. take all measures and have all formalities required for the admission to trading on a regulated market of the securities created;
12. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
13. Decides that this delegation, which cancels and replaces that granted by the eighteenth resolution of the General

Meeting of May 17, 2022, is granted for a period of twenty-six (26) months from the date of this General Meeting.

Sixteenth resolution

(Delegation of authority to the Board of Directors to increase the share capital by issuing, with cancellation of the preferential subscription right, shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, in the context of public offerings other than those referred to in Article L.411-2 Section 1 of the French Monetary and Financial Code)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with the provisions of the French Commercial Code and in particular Articles L.225-129 et seq., L.225-135, L.225-136, L.22-10-49, L.22-10-51, L.22-10-52, L.22-10-54 and L.228-92:

1. Delegates to the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, the power to decide to proceed by means of offers to the public other than those referred to in Section 1 of Article L.411-2 of the French Monetary and Financial Code, on one or more occasions, in the proportions and at the times it will assess, both in France and abroad, in euros or foreign currency, the issuance, with cancellation of the preferential subscription right, of Company shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, the subscription of which may be made either in cash or by offsetting against certain, liquid and payable receivables. These securities may in particular be issued in order to remunerate securities contributed to the Company, in the context of a public exchange offer made in France or abroad in accordance with local rules (e.g. in the context of what is known in English as a reverse merger) on securities meeting the conditions set out in Article L.22-10-54 of the French Commercial Code;
2. Decides that the total nominal amount of the capital increases which may be carried out immediately and/or in the future pursuant to this delegation will not exceed a maximum amount of twenty-nine million euros (€29,000,000) or its equivalent value in another currency, it being specified that (i) that the nominal amount of capital increases made pursuant to this resolution as well as the seventeenth to eighteenth resolutions submitted to this General Meeting will be deducted from this limit and (ii) that the nominal amount of any capital increase carried out pursuant to this delegation will be deducted from the overall nominal ceiling provided for capital increases in paragraph 2 of the fifteenth resolution of this General Meeting.

These ceilings will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve in accordance with the laws and regulations and, as the case may be, the applicable contractual

provisions the rights of holders of securities or other rights giving access to the Company's capital;

3. Decides to waive the preferential subscription right of shareholders to shares and other securities to be issued pursuant to this resolution;
4. Decides that, with respect to issues carried out under this delegation, the Board of Directors may establish for the benefit of the shareholders a period of priority for subscription, in an irreducible and potentially reducible manner, not giving entitlement to the creation of negotiable rights, and therefore delegates to the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, the ability to set this time limit and its terms, in accordance with the provisions of Articles L.225-135 and L.22-10-51 of the French Commercial Code;
5. Decides that the securities giving access to capital securities to be issued by the Company so issued may consist of debt securities or be associated with the issuance of such securities, or allow them to be issued as intermediate securities. The maximum aggregate nominal amount of debt issues that could be realised immediately or in the future on the basis of this delegation may not exceed five hundred million euros (€50,000,000) or its equivalent value in foreign currency, it being specified that this amount will be deducted from the overall nominal ceiling for debt issues set out in paragraph 3 of the fifteenth resolution;
6. Acknowledges that this delegation entails the waiver, by the shareholders, of their preferential subscription rights, of the capital securities of the Company to which the securities issued on the basis of this delegation may give right;
7. Decides that if the subscriptions have not absorbed all the capital securities and/or securities issued, the Board of Directors will have the option, to the extent to be determined, to limit the issue to the amount of subscriptions received under the condition that the issue reaches at least three-quarters of the issue decided, either to freely distribute all or part of the securities not subscribed to among the persons of its choosing, or to offer them in the same way to the public, the Board of Directors being able to use all the options set out above or only some of them;
8. Further specifies that the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, may in particular:
 - i. decide and determine the characteristics of the issues of shares and securities to be issued and, in particular, their issue price (with or without share premium), the terms of their subscription, their payment and their date of enjoyment,
 - ii. in the event of the issuance of share warrants, determine the number and characteristics thereof and decide, if it deems it appropriate, on terms and conditions that it will determine, that the warrants may be redeemed, or that they will be allocated free of charge to the shareholders in proportion to their right in the share capital,
 - iii. more generally, determine the characteristics of any securities and, in particular, the terms and conditions for the allocation of shares, the duration of the borrowings that may be issued in bond form, their subordinated or unsubordinated nature, the currency of issue, the terms and conditions of repayment of the principal, with or without premiums, the terms and conditions of redemption and, where applicable, the terms and conditions of purchase, exchange or early redemption, the interest rates, fixed or variable, and the payment date; remuneration may include a variable part calculated by reference to items relating to the Company's business and profits and a deferred payment in the absence of distributable profits,
9. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
10. Decides that this delegation, which cancels and replaces that granted by the nineteenth resolution of the General Meeting of May 17, 2022, is granted for a period of twenty-six (26) months from the date of this General Meeting.
 - iv. set the issue price of the shares or securities that may be created pursuant to the preceding paragraphs so that the Company receives for each share created or awarded independently of any remuneration, in any form, interest, share premium or redemption, an amount at least equal to the minimum price laid down by the laws or regulations applicable on the day of issue (or, to date, the weighted average of the Company's share prices of the last three trading sessions on the regulated market of Euronext Paris preceding the start of the public offering within the meaning of Regulation (EU) No 2017/1129 of June 14, 2017, possibly reduced by a maximum discount of 10%,
 - v. in the event of the issue of securities in order to remunerate securities tendered as part of a public exchange offer (or a mixed or alternative public purchase or exchange offer or any other offer including an exchange component), set the exchange parity as well as, where applicable, the amount of the cash balance to be paid without the procedures for determining the price set out in paragraph 8.iv applying, record the number of securities tendered to the exchange, and determine the conditions of issue,
 - vi. take all measures to protect the rights of the holders of the securities issued or other rights giving access to the Company's capital required by the laws and regulations and the applicable contractual provisions,
 - vii. suspend the exercise of the rights attached to these securities for a fixed period in accordance with the applicable laws and regulations and contractual provisions,
 - viii. record the completion of any increases in capital and issues of securities, proceed with the corresponding amendment of the Articles of Association, allocate the issue costs to the premiums and, if it deems it appropriate, deduct from the amount of the capital increases the sums necessary in order to increase the legal reserve to one tenth of the new share capital,
 - ix. take all measures and have all formalities required for the admission to trading on a regulated market of the securities created;

Seventeenth resolution

(Delegation of authority to the Board of Directors to increase the share capital by issuing, with cancellation of the preferential subscription right, shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, in the context of public offerings referred to in Article L.411-2 Section 1 of the French Monetary and Financial Code)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with the provisions of the French Commercial Code and in particular Articles L.225-129 et seq., L.225-135, L.225-136, L.22-10-49, L.22-10-51, L.22-10-52 and L.228-91 et seq.:

1. Delegates to the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, the power to decide to proceed in the context of public offerings referred to in paragraph 1 of Article L.411-2 of the French Monetary and Financial Code, under the conditions and maximum limits provided by the laws and regulations, on one or more occasions, in the proportions and at the times it will assess, both in France and abroad, in euros or foreign currency, with the issue, with cancellation of the preferential subscription right, of Company shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, the subscription of which may be made either in cash or by set-off against certain, liquid and payable receivables;
2. Decides that the total nominal amount of the capital increases which may be carried out immediately and/or in the future pursuant to this delegation may not exceed a maximum amount of twenty-nine million euros (€29,000,000) or its equivalent value in another currency, it being specified that this amount will be deducted from (i) the nominal ceiling of twenty-nine million euros (€29,000,000) provided for capital increases with cancellation of the preferential subscription right in paragraph 2 of sixteenth resolution of this General Meeting, and (ii) the overall nominal ceiling provided for the capital increases in paragraph 2 of the fifteenth resolution of this General Meeting. These ceilings will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve in accordance with the laws and regulations and, as the case may be, the applicable contractual provisions the rights of holders of securities or other rights giving access to the Company's capital;
3. Decides to waive the preferential subscription right of shareholders to shares and other securities to be issued pursuant to this resolution;
4. Decides that the securities giving access to capital securities to be issued by the Company so issued may consist of debt securities or be associated with the issuance of such securities, or allow them to be issued as intermediate securities. The maximum aggregate nominal amount of debt issues that could be realised immediately or in the future on the basis of this delegation may not exceed five hundred million euros (€500,000,000) or its equivalent in foreign currency, it being specified that this amount would be deducted from the overall nominal ceiling for debt issues provided for in paragraph 3 of the fifteenth resolution;
5. Acknowledges that this delegation entails the waiver, by the shareholders, of their preferential subscription rights, of the capital securities of the Company to which the securities issued on the basis of this delegation may give right;
6. Decides that if the subscriptions have not absorbed all the capital securities and/or securities issued, the Board of Directors will have the option, to the extent to be determined, to limit, in accordance with the law, the issue to the amount of subscriptions received under the condition that the issue reaches at least three-quarters of the issue decided, either to freely distribute all or part of the securities not subscribed to among the persons of its choosing, or to offer them in the same way to the public, the Board of Directors being able to use all the options set out above or only some of them;
7. Further specifies that the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, may in particular:
 - i. decide and determine the characteristics of the issues of shares and securities to be issued and, in particular, their issue price (with or without share premium), the terms of their subscription and their date of enjoyment,
 - ii. in the event of the issuance of share warrants, determine the number and characteristics thereof and decide, if it deems it appropriate, on terms and conditions that it will determine, that the warrants may be redeemed,
 - iii. more generally, determine the characteristics of any securities and, in particular, the terms and conditions for the allocation of shares, the duration of the borrowings that may be issued in bond form, their subordinated or unsubordinated nature, the currency of issue, the terms and conditions of repayment of the principal, with or without premiums, the terms and conditions of redemption and, where applicable, the terms and conditions of purchase, exchange or early redemption, the interest rates, fixed or variable, and the payment date; remuneration may include a variable part calculated by reference to items relating to the Company's business and profits and a deferred payment in the absence of distributable profits,
 - iv. set the issue price of the shares or securities that may be created pursuant to the preceding paragraphs so that the Company receives for each share created or awarded independently of any remuneration, in any form, interest, share premium or redemption, an amount at least equal to the minimum price laid down by the laws or regulations applicable on the day of issue (or, to date, the weighted average of the Company's share prices of the last three trading sessions on the regulated market of Euronext Paris preceding the start of the public offering within the meaning of Regulation (EU) No 2017/1129 of June 14, 2017, possibly reduced by a maximum discount of 10%,

- i. decide to use the shares acquired as part of a share buyback programme authorised by the shareholders to allot them as a result of the issuance of the securities issued on the basis of this delegation,
 - ii. take all measures to protect the rights of the holders of the securities issued required by the laws and regulations and the applicable contractual provisions;
 - iii. suspend the exercise of the rights attached to these securities for a fixed period in accordance with the legal, regulatory and contractual provisions,
 - iv. record the completion of any increases in capital and issues of securities, proceed with the corresponding amendment of the Articles of Association, allocate the issue costs to the premiums and, if it deems it appropriate, deduct from the amount of the capital increases the sums necessary in order to increase the legal reserve to one tenth of the new share capital,
 - v. take all measures and have all formalities required for the admission to trading on a regulated market of the securities created;
8. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
 9. Decides that this delegation, which cancels and replaces that granted by the twentieth resolution of the General Meeting of May 17, 2022, is granted for a period of twenty-six (26) months from the date of this General Meeting.

Eighteenth resolution

(Delegation of authority to the Board of Directors to increase the share capital by issuing shares and/or equity securities giving access to other equity securities and/or granting entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, in return for contributions in kind)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors and in accordance with the provisions of the French Commercial Code and in particular Articles L.225-129 et seq., L.225-147, L.22-10-53 and L.228-92:

1. Delegates to the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, the power to decide to proceed, based on the report by the contributions auditor(s), on one or more occasions, in the proportions and at the times it will assess, both in France and abroad, in euros or foreign currency, with the issuance of Company shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allocation of debt securities and/or securities giving access to equity securities to be issued, with a view to remunerating contributions in kind granted to the Company and comprising equity securities or securities giving access to the capital, where the provisions of Article L.22-10-54 of the French Commercial Code are not applicable;
2. Decides that the total nominal amount of the capital increases which may be carried out under this delegation may not exceed, in addition to the legal limit of 10% of the share capital (assessed on the date of the decision of the Board of Directors deciding the issue), a maximum amount of twenty-nine million euros (€29,000,000) or its equivalent value in another currency, it being specified that this amount will be deducted from (i) the nominal ceiling of twenty-nine million euros (€29,000,000) provided for capital increases with cancellation of the preferential subscription right in paragraph 2 of sixteenth resolution of this General Meeting, and (ii) the overall nominal ceiling provided for capital increases in paragraph 2 of the fifteenth resolution of this General Meeting. These ceilings will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve in accordance with the laws and regulations and, as the case may be, the applicable contractual provisions the rights of holders of securities or other rights giving access to the Company's capital;
3. Decides that the securities giving access to capital securities to be issued by the Company so issued may consist of debt securities or be associated with the issuance of such securities, or allow them to be issued as intermediate securities. The maximum aggregate nominal amount of debt issues that could be realised immediately or in the future on the basis of this delegation may not exceed five hundred million euros (€500,000,000) or its equivalent in a foreign currency, it being specified that this amount will be deducted from the overall nominal ceiling for debt issues set out in paragraph 3 of the fifteenth resolution;
4. Decides to waive for the benefit of holders of securities subject to contributions in kind, the preferential subscription rights of shareholders to shares and other securities to be issued pursuant to this resolution;
5. Acknowledges that this delegation entails the waiver, by the shareholders, of their preferential subscription rights, of the capital securities of the Company to which the securities issued on the basis of this delegation may give right;
6. Further specifies that the Board of Directors, with the option of subdelegation under the legislative and regulatory conditions, may in particular:
 - i. rule, on the report of the contributions auditor(s), on the valuation of contributions and the granting of any special benefits,
 - ii. determine the characteristics of the issues of shares and securities to be issued and, in particular, their issue price (with or without share premium), the terms of their subscription and their date of enjoyment,
 - iii. at its sole initiative, charge the costs of the share capital increase(s) against the premiums relating to these contributions and deduct from this amount the sums necessary to raise the legal reserve to one tenth of the new capital after each increase,
 - iv. take all measures to protect the rights of the holders of the securities issued or other rights giving access to the Company's capital required by the laws and regulations and the applicable contractual provisions,
 - v. record the completion of all issues of shares and securities, amend the Articles of Association rendered necessary by the completion of any capital

increase, allocate the issue costs to the premium if it so wishes and also bring the legal reserve to one tenth of the new share capital as well as carry out all formalities and declarations and require all authorisations that may prove necessary for the completion of these contributions,

- vi. take all measures and have all formalities required for the admission of the securities created to trading on a regulated market;
- 7. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
- 8. Decides that this delegation, which cancels and replaces that granted by the twenty-first resolution of the General Meeting of May 17, 2022, is granted for a period of twenty-six (26) months from the date of this General Meeting.

Nineteenth resolution

(Delegation of authority to the Board of Directors to increase the share capital with cancellation of the preferential subscription right by issuing Company shares reserved for members of a Company savings plan)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors and pursuant to the provisions of Articles L.225-129-2, L.225-129-6, L.225-138 and L.225-138-1 of the French Commercial Code and those of Articles L.3332-18 et seq. of the French Labour Code:

1. Delegates to the Board of Directors, with the option of subdelegation under the conditions set out by the law and regulations, its authority to proceed, on one or more occasions, as decided solely by it, in the proportions and at the times it will assess, with the issuance of new shares reserved for employees, to eligible former employees and corporate officers of the Company and/or companies related to the Company within the meaning of the provisions of Article L.225-180 of the French Commercial Code and Article L.3344-1 of the French Labour Code, who are members of a Company savings plan;
2. Cancels, in favour of such members, the preferential subscription right of the shareholders to the shares that may be issued pursuant to this authorisation and waives all rights to the shares that may be granted free of charge on the basis of this resolution in respect of the discount and/or incentive contribution;
3. Decides that the nominal amount of the capital increase which may be carried out pursuant to this delegation of authority may not exceed three million two hundred thousand euros (€3,200,000), it being specified that this nominal amount will be set off against the overall nominal ceiling for capital increases specified in paragraph 2 of the fifteenth resolution of this General Meeting and that the ceiling applicable to this delegation will fall under the common ceiling in twentieth resolution of this General Meeting. This ceiling will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve, in accordance with the laws and regulations and, as the case may be, the applicable contractual provisions, the rights of holders of securities or other rights giving access to the Company's capital;
4. Decides that the subscription price of the securities issued pursuant to this delegation will be determined under the conditions laid down by the provisions of Article L.3332-19 of the French Labour Code, it being specified that the maximum discount compared to the average of the quoted prices of the share during the twenty trading sessions preceding the date of the decision setting the opening date of the subscription may therefore not exceed 30% (or 40% when the unavailability period provided for in the plan pursuant to Articles L.3332-25 and L.3332-26 of the French Labour Code is greater than or equal to ten years). However, when implementing this delegation, the Board of Directors may reduce the amount of the discount on a case-by-case basis, in particular due to tax, social security or accounting constraints applicable in the countries where the Group entities involved in the capital increase transactions are located. The Board of Directors may also decide to allocate shares free of charges to the subscribers of new shares, in lieu of the discount and/or for the incentive contribution;
5. Decides that the Board of Directors will have all powers, with the option of subdelegation under the legislative and regulatory conditions, to implement this delegation, within the limits and under the conditions specified above for the purpose, in particular, to:
 - i. decide on the issuance of new shares of the Company,
 - ii. establish the list of companies whose employees, former employees and eligible corporate officers may benefit from the issue, set the conditions that the beneficiaries must fulfil in order to be able to subscribe, directly or through a mutual investment fund, to the shares that will be issued under this delegation of authority,
 - iii. set the amounts of these issues and determine the subscription prices of the securities and the subscription dates, terms and conditions of each issue and conditions of subscription, payment and delivery of the shares issued under this delegation of authority, as well as the date, even retroactive, from which the new shares will be exercised,
 - iv. decide that subscriptions may be made directly by members of a Company savings plan or through employee mutual funds or other structures or entities permitted by the applicable legal or regulatory provisions,
 - v. decide, pursuant to Article L.3332-21 of the French Labour Code, on the allocation, free of charge, of shares to be issued or already issued, in respect of the incentive contribution and/or, where applicable, the discount, provided that taking into account their financial equivalent, valued at the subscription price, has the effect of exceeding the limits provided for in Article L.3332-11 of the French Labour Code and, in the event of the issuance of new shares in respect of the discount and/or the incentive contribution, to capitalise the reserves, profits or share premiums necessary for the payment of such shares,
 - vi. set the time limit for subscribers to pay up their shares,
 - vii. record or have recorded the completion of the capital increase up to the amount of the shares

actually subscribed and modify the Articles of Association accordingly,

- viii. at its sole initiative, charge the costs of the share capital increase(s) against the premiums relating to these increases and deduct from this amount the sums necessary to raise the legal reserve to one tenth of the new capital after each increase,
 - ix. in general, take all measures and carry out all formalities necessary for the issue and listing of the shares issued and further to the capital increases and the corresponding amendments to the Articles of Association pursuant to this delegation;
6. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
 7. Decides that this delegation, which cancels and replaces that granted by the thirteenth resolution of the General Meeting of May 16, 2023, is granted for a period of twenty-six (26) months from the date of this General Meeting.

Twentieth resolution

(Delegation of authority to the Board of Directors to increase the share capital by issuing shares with cancellation of the preferential subscription right in favour of a specific category of beneficiaries)

The General Meeting, acting with the quorum and majority required for extraordinary General Meetings, having read the report of the Board of Directors and the special report of the Statutory Auditors and in accordance with the provisions of Articles L.225-129 et seq. and L.225-138 of the French Commercial Code:

1. Delegates, with the option of subdelegation under the conditions set out by the law and regulations, its authority to proceed, on one or more occasions, on its decisions alone, in such proportions and at such times as it will assess, both in France and abroad, with the issue new shares, the issue being reserved for one or more of the categories of beneficiaries meeting the following characteristics: (i) employees and/or corporate officers of the Company and/or companies related to the Company within the meaning of the provisions of Article L.225-180 of the French Commercial Code and Article L.3344-1 of the French Labour Code and having their registered office outside France; (ii) one or more mutual funds or other entity governed by French or foreign law, with or without legal personality, subscribing on behalf of persons designated in paragraph (i) above, and (iii) one or more financial institutions mandated by the Company to offer to the persons designated in paragraph (i) above a savings or shareholding scheme comparable to those offered to the employees of the Company in France;
2. Cancels, in favour of such beneficiaries, the preferential subscription right of the shareholders to the shares that may be issued under this delegation;
3. Acknowledges that this delegation entails the waiver by the shareholders of their preferential subscription rights to the equity securities of the Company to which the securities issued on the basis of this delegation may give right;
4. Decides that the nominal amount of the capital increase which may be carried out pursuant to this delegation of authority may not exceed three million two hundred thousand euros (€3,200,000), it being specified that the nominal amount of any capital increase carried out pursuant to this delegation will be set off against the overall nominal ceiling for capital increases specified in paragraph 2 of the fifteenth resolution of this General Meeting and that the ceiling under this resolution will fall under the common ceiling of the nineteenth resolution of this General Meeting. This ceiling will be increased, where applicable, by the nominal value of the shares to be issued in order to preserve, in accordance with the laws and regulations and, as the case may be, the applicable contractual provisions, the rights of holders of securities or other rights giving access to the Company's capital;
5. Decides that the subscription price of the securities issued pursuant to this delegation may not be more than 30% or, where applicable, 40% of the average of the quoted prices of the share during the twenty trading days preceding the date of the decision setting the opening date of the subscription, nor higher than this average. However, when implementing this delegation, the Board of Directors may reduce the amount of the discount on a case-by-case basis, in particular due to tax, social security or accounting constraints applicable in the countries where the Group entities involved in the capital increase operations are located. Furthermore, in the event of a transaction carried out under this resolution at the same time as a transaction carried out pursuant to the nineteenth resolution of this General Meeting, the subscription price of the shares issued under this resolution may be identical to the subscription price of the shares issued on the basis of the nineteenth resolution of this General Meeting;
6. Decides that the Board of Directors will have all powers, with the option of subdelegation under the legislative and regulatory conditions, to implement this delegation, within the limits and under the conditions specified above for the purpose, in particular, to:
 - i. determine the list of beneficiaries, within the categories of beneficiaries defined above, of each issue and the number of shares to be subscribed by each of them, under this delegation of authority,
 - ii. set the amounts of these issues and determine the prices and the subscription dates, terms and conditions of each issue and conditions of each issue and conditions of subscription, payment and delivery of the shares issued under this delegation of authority, as well as the date, even retroactive, from which the new shares will be exercised,
 - iii. set the time limit for subscribers to pay up their shares,
 - iv. record or have recorded the completion of the capital increase up to the amount of the shares actually subscribed,
 - v. at its sole initiative, charge the costs of the share capital increase(s) against the premiums relating to these increases and deduct from this amount the sums necessary to raise the legal reserve to one tenth of the new capital after each increase,
 - vi. in general, take all measures and carry out all formalities necessary for the issue and listing of the shares issued and further to the capital increases and the corresponding amendments to the Articles of Association pursuant to this delegation;

7. Decides that the Board of Directors may not, except with the prior authorisation of the General Meeting, make use of this delegation of authority as from the filing by a third party of a proposed public offer for the securities of the Company, until the end of the offer period;
8. Decides that this delegation, which cancels and replaces the delegation granted by resolution fourteen of the General Meeting of May 16, 2023, is granted for a period of

eighteen (18) months from the date of this General Meeting.

Twenty-first resolution

(Powers for the completion of formalities)

The General Meeting, acting with the quorum and majority required for ordinary and extraordinary General Meetings, gives all powers to the bearer of copies or extracts of these minutes to fulfil all legal formalities.