

PLANISWARE

A public limited company with capital of 7,025,772.60 euros
Registered office: 200, avenue de Paris - 92320 Châtillon - France
403 262 082 R.C.S. NANTERRE
(the "Company")

COMBINED GENERAL MEETING

17 JUNE 2026

Agenda

Ordinary :

1. Approval of the parent company financial statements for financial year 2025,
2. Approval of the consolidated financial statements for financial year 2025,
3. Appropriation of net profit for financial year 2025 and payment of dividend,
4. Approval of the Auditors' Special Report on regulated agreements and commitments governed by Articles L. 225-38 et seq. of the Commercial Code,
5. Renewal of the appointment of KPMG S.A. as the Company's statutory auditors and as the auditor responsible for certifying the sustainability-related information,
6. Renewal of the Director's mandate of Meriem Riadi,
7. Renewal of the Director's mandate of Yves Humblot,
8. Approval of the information relating to the remuneration of corporate officers in respect of the 2025 financial year referred to in Article L. 22-10-9, I of the French Commercial Code contained in the corporate governance report (overall *ex post say on pay*),
9. Approval of the fixed, variable and exceptional components of the total remuneration and benefits in kind paid during financial year 2025 or granted in respect of the same financial year to Mr Pierre Demonsant, Chairman of the Board of Directors,
10. Approval of the fixed, variable and exceptional components of the total remuneration and benefits in kind paid during financial year 2025 or granted in respect of the same financial year to Mr Loïc Sautour, Chief Executive Officer,
11. Approval of the remuneration policy applicable to members of the Board of Directors for financial year 2026,
12. Approval of the remuneration policy applicable to the Chairman of the Board of Directors for financial year 2026,
13. Approval of the remuneration policy applicable to the Chief Executive Officer for financial year 2026,
14. Authorisation for the Board of Directors to trade in the Company's shares,

Extraordinary :

15. Delegation of authority to the Board of Directors to decide to increase the Company's share capital by issuing shares and/or securities giving access to the capital immediately or in the future, with the removal of pre-emptive subscription rights, reserved for a category of persons (foreign employees of the Group, of any UCITS or banking establishment or entity, or an entity affiliated to such an establishment, as part of the implementation of employee share ownership plans),
16. Delegation of authority to the Board of Directors to decide to increase the Company's share capital by issuing ordinary shares and/or securities giving access to the capital immediately or in the future, with the removal of pre-emptive subscription rights, reserved for members of saving plans,
17. Overall ceiling on the amount of capital increases carried out pursuant to the 15th and 16th resolutions of this general shareholders' meeting, as well as the 19th to 23rd and 27th resolutions of the general shareholders' meeting of June 19, 2025,

Ordinary :

18. Powers for formalities.

TEXT OF DRAFT RESOLUTIONS

Resolutions falling within the remit of Ordinary General Meeting

First resolution *(Approval of the parent company financial statements for financial year 2025)*

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having reviewed the management report, including the corporate governance report and the sustainability report, and the auditors' reports, approves in their entirety, the aforementioned reports, the parent company financial statements for the year ended 31 December 2025, including the balance sheet, income statement and notes, as presented, which show a net profit of 49,799,632 euros, and the transactions reflected in these financial statements and summarised in these reports.

Second resolution *(Approval of the consolidated financial statements for financial year 2025)*

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having reviewed the management report, including the corporate governance report and the sustainability report, and the auditors' reports, approves in their entirety, the aforementioned reports, the consolidated financial statements for the year ended 31 December 2025, including the balance sheet, income statement and notes, as presented, which show a consolidated profit attributable to the Group of 50,000,769 euros, as well as the transactions reflected in these financial statements and summarised in these reports.

Third resolution *(Appropriation of net income for financial year 2025 and payment of the dividend)*

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, records that the net profit of the Company for the year ended 31 December 2025 amounts to 49,799,632 euros, that the legal reserve is 700,240 euros and that the other reserves account is 116,075,544 euros, and resolves to allocate the distributable profit, corresponding to the profit for the year, less any previous losses and amounts to be transferred to reserves in accordance with the law and the Articles of Association, plus any retained earnings, as follows:

	In euro(s)
Net profit for financial year 2025	49,799,632
Other reserves 2025	116,075,544
Total	165,875,176
Legal reserve	2,337
Other reserves	140,580,058
Dividends	25,292,781
Total	165,875,176

The total amount of the distribution referred to above is calculated on the basis of the number of dividend-paying shares at 31 December 2025, i.e. 70,257,726 shares, and may vary if the number of dividend-paying shares changes between 1 January 2026 and the ex-dividend date, depending in particular on the number of shares held in treasury (not taken into account in the number of dividend-paying shares at 31 December 2025), and on the final allotment of bonus shares (if the beneficiary is entitled to the dividend in accordance with the provisions of the relevant plans).

The dividend is set at €0.36 per share for each of the 70,257,726 shares entitled to dividends.

The dividend will be detached from the share on 22 June 2026 and the dividend will be payable as from

24 June 2026. In the event that the Company holds any of its own shares when the dividend is paid, the sums corresponding to dividends not paid in respect of these shares will be allocated to retained earnings

The dividend mentioned above is before any tax and/or social security deductions that may apply to the shareholder depending on his or her own situation. Dividends paid to individuals domiciled in France for tax purposes are automatically subject to a single flat-rate withholding tax (PFU) on the gross dividend at a flat rate of 12.8% (article 200 A of the French General Tax Code), or by express and irrevocable annual option, to income tax using the progressive scale after a 40% allowance (article 200 A, 2. and 158, 3., 2° of the French General Tax Code). This option, which is global and applies to all income within the scope of the PFU, must be exercised when the tax return is filed, at the latest by the tax return deadline. The dividend is also subject to social security deductions at the rate of 17.2%. The portion of social security contributions relating to the CSG payable on dividends when they are taxed on the progressive scale of income tax is, up to 6.8 points, deductible from taxable income in the year of payment (article 154 quinquies, II of the French General Tax Code).

Taxpayers whose reference tax income exceeds certain thresholds are subject to the exceptional contribution on high incomes (CEHR) at a rate of 3% or 4%, depending on the case, in accordance with article 223 sexies of the French General Tax Code (Code Général des Impôts) and, where applicable, to the new differential contribution on high incomes (CDHR) designed to ensure that a minimum of 20% of the reference tax income provided for in article 1417, IV-1° of the French General Tax Code is subject to income tax in accordance with article 224 of the French General Tax Code (Code Général des Impôts). Shareholders, whatever their situation, are advised to consult their usual tax adviser.

In accordance with the law, the general shareholders’ meeting notes that the following dividends were paid in respect of the three financial years prior to 2025:

Information on dividends and other income distributed in respect of the last three financial years			
For the year	Income eligible for the 40% allowance		Income not eligible for the 40% allowance (in euros)
	Dividends (in euros)	Other distributed income (in euros)	
2022	15,612,975	0	0
2023	20,817,300	0	0
2024	21,771,717	0	0

Fourth resolution *(Approval of the auditors' special report on regulated agreements and commitments governed by Articles L. 225-38 et seq. of the French Commercial Code)*

The general shareholders’ meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders’ meetings, having reviewed the auditors' special report on agreements and commitments governed by the provisions of Articles L. 225-38 et seq. of the French Commercial Code, takes note of the terms of the said special report and notes the terms of the said Special Report and the fact that no agreements not already submitted to the vote of the general shareholders’ meeting were entered into during year ended 31 December 2025 .

Fifth resolution *(Renewal of the appointment of KPMG S.A. as the Company’s statutory auditors and as the auditor responsible for certifying the sustainability-related information)*

The general shareholders' meeting, acting in accordance with the quorum and majority requirements applicable to ordinary meetings, having reviewed the report of the Board of Directors, resolves to renew, effective upon the conclusion of this general shareholders' meeting, the term of office of

KPMG SA, a public limited company with its registered office at Tour Eqho, 2 Avenue Gambetta, 92400 Courbevoie, registered with the Nanterre Trade and Companies Register under number 775 726 417,

as the Company's Statutory Auditor and as the auditor responsible for certifying the Company's sustainability-related information, for a term of six (6) fiscal years, i.e., until the conclusion of the annual ordinary general meeting called to approve the financial statements for the fiscal year ending December 31, 2031.

Sixth resolution (*Renewal of the term of office of Mrs Meriem Riadi as Director*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having reviewed the management report and the corporate governance report, resolves to reappoint Meriem Riadi as a Director of the Company for a term of four years, expiring at the close of the annual general shareholders' meeting to be called to approve the financial statements for the year ending 31 December 2029, with effect from the close of this general shareholders' meeting.

Seventh resolution (*Renewal of the term of office of Mr Yves Humblot as Director*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having reviewed the management report and the corporate governance report, resolves to reappoint Yves Humblot as a Director of the Company for a term of four years, expiring at the close of the annual general shareholders' meeting to be called to approve the financial statements for the year ending 31 December 2029, with effect from the close of this general shareholders' meeting.

Eighth resolution (*Approval of the information relating to the remuneration of corporate officers in respect of the 2025 financial year referred to in Article L. 22-10-9, I of the French Commercial Code contained in the corporate governance report (say on pay ex post global)*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, approves, in accordance Article L. 22-10-34, I of the French Code, the information referred to in article L. 22-10-9, I of the French Commercial Code, as presented in sections 3.3.2.2, 3.3.2.4, 3.3.2.6, 3.3.2.7 and 3.3.3.2 of the corporate governance report in chapter 3 of the 2025 universal registration document.

Ninth resolution (*Approval of the fixed, variable and exceptional components of the total remuneration and benefits in kind paid during financial year 2025 or granted in respect of the same financial year to Mr Pierre Demonsant, Chairman of the Board of Directors*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, approves, pursuant to Article L. 22-10-34, II of the French Commercial Code, the fixed, variable and exceptional components of the total remuneration and benefits of any kind paid during the 2025 financial year or granted in respect of financial year 2025 to Mr Pierre Demonsant, Chairman of the Board of Directors, as presented in sections 3.3.2.2, 3.3.2.5 and 3.3.2.6 of the corporate governance report in Chapter 3 of the 2025 universal registration document.

Tenth resolution (*Approval of the fixed, variable and exceptional components of the total remuneration and benefits of any kind paid during financial year 2025 or granted in respect of the same financial year to Mr Loïc Sautour, Chief Executive Officer*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, approves, pursuant to Article L. 22-10-34, II of the French Commercial Code, the fixed, variable and exceptional items making up the total remuneration and benefits of any kind paid during the 2025 financial year or granted in respect of financial year 2025 to Mr Loïc Sautour, Chief Executive Officer, as presented in sections 3.3.2.4, 3.3.2.5 and 3.3.2.7 of the corporate governance report in Chapter 3 of the 2025 universal registration document.

Eleventh resolution (*Approval of the remuneration policy applicable to members of the Board of Directors for financial year 2026*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having taken note of the corporate governance report referred to in Article L. 225-37 of the French Commercial Code, approves, pursuant to Article L. 22-10-8, II of the French Commercial Code, the remuneration policy applicable to the members of the Board of Directors for financial year 2026, as presented in Sections 3.3.1 and 3.3.3.1 of the corporate governance report incorporated into the 2025 universal registration document in Chapter 3.

Twelfth resolution (*Approval of the remuneration policy applicable to the Chairman of the Board of Directors for financial year 2026*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having taken note of the corporate governance report referred to in Article L. 225-37 of the French Commercial Code, approves, pursuant to Article L. 22-10-8, II of the French Commercial Code, the remuneration policy applicable to the Chairman of the Board of Directors for financial year 2026, as presented in Sections 3.3.1 and 3.3.2.1 of the corporate governance report incorporated into the 2025 Universal Registration Document in Chapter 3.

Thirteenth resolution (*Approval of the remuneration policy applicable to the Chief Executive Officer for financial year 2026*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having taken note of the corporate governance report referred to in Article L. 225-37 of the French Commercial Code, approves, pursuant to Article L. 22-10-8, II of the French Commercial Code, the remuneration policy applicable to the Chief Executive Officer for financial year 2026, as presented in Sections 3.3.1 and 3.3.2.3 of the corporate governance report incorporated into the 2025 universal registration document in Chapter 3.”

Fourteenth resolution (*Authorisation to be given to the Board of Directors to trade in the Company's shares*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, having reviewed the management report, authorises the Board of Directors, with powers to subdelegate within the law, in accordance with the provisions of Articles L. 225-210 et seq. and L. 22-10-62 et seq. of the French Commercial Code, to purchase or arrange for the purchase of shares in the Company, in particular in order to:

1. stimulation of the secondary market or liquidity of the Company's shares by an investment services provider under a liquidity contract that complies with the accepted market practice established by the Stock Exchange Market Authority (*Autorité des Marchés Financiers*) (as amended from time to time); or
2. the implementation of any Company stock option plan under the terms of Articles L. 225-177 et seq. and L. 22-10-56 et seq. of the French Commercial Code or any similar plan; or
3. the allotment or sale of shares to employees as part of their profit-sharing scheme or the implementation of any company or group savings plan (or similar plan) under the conditions laid

- down by law, in particular Articles L. 3332-1 et seq. of the French Labour Code, as well as any other share ownership plan for employees and managers of the Company and its subsidiaries; or
4. the allocation of free shares under the terms of Articles L. 225-197-1 et seq. and L. 22-10-59 et seq. of the French Commercial Code; or
 5. generally, to honour obligations relating to stock option or other allocations of shares to employees or officers of the Company or an associated undertaking; or
 6. the delivery of shares on exercise of rights attached to securities giving access to the capital by redemption, conversion, exchange, presentation of a warrant or in any other way; or
 7. cancelling all or some of the shares purchased, in accordance with the authorisation granted or to be granted by the extraordinary general shareholders' meeting; or
 8. the delivery of shares (in exchange, as payment or otherwise) in connection with acquisitions, mergers, demergers or asset-for-share exchanges.

This programme is also intended to enable the implementation of any market practice that may be permitted by the Stock Exchange Market Authority (*Autorité des Marchés Financiers*), and more generally, the completion of any other transaction that complies with the regulations in force. In such a case, the Company will inform its shareholders by means of a press release.

The Company may purchase a number shares such that, at the date of each purchase, the total number of shares purchased by the Company since the start of the share buyback programme (including those under the programme) does not exceed 10% of the shares comprising the Company's share capital at that date (taking into account transactions affecting the share capital subsequent to the date of this general shareholders' meeting), i.e., for information purposes, a maximum repurchase limit of 7,025,772 shares on the basis of a share capital comprising 70,257,726 shares at 31 December 2025, it being specified that (i) the number of shares acquired with a view to their retention and subsequent remittance in connection with a merger, demerger or contribution may not exceed of the Company's share capital; and (ii) when shares are bought back to promote liquidity under the conditions defined by the General Regulations of the Stock Exchange Market Authority (*Autorité des Marchés Financiers*), the number of shares taken into account for the calculation of the limit set out above corresponds to the number of shares purchased, less the number of shares resold during the period of the authorisation. In accordance with the law, the number shares held on a given date may not exceed of the Company's share capital at that date.

Shares may be acquired, sold or transferred at any time within the limits authorised by the laws and regulations in force, except during the period of a public offer, by any means, including on regulated markets, multilateral trading facilities, with systematic internalisers or over-the-counter, including by block purchases or sales (including off-market), by public tender or exchange offer, or by the use of options or other forward financial instruments traded on regulated markets, multilateral trading facilities, with systematic internalisers or over-the-counter, or by delivery shares following issue of securities giving access to the Company's capital by conversion, exchange, redemption or exercise of a warrant, either directly or indirectly through an investment services provider, or in any other way (without limiting the portion of the buyback programme that may be carried out any of these means).

The maximum purchase price shares under this authorisation will be 30 euros (or the equivalent value of this amount on the same date in any other currency or monetary unit established by reference to several currencies), excluding acquisition costs. This maximum price will apply only to acquisitions decided on or after the date of this general shareholders' meeting and not to forward transactions entered into pursuant to an authorisation granted by a previous general shareholders' meeting and providing for the acquisition of shares after the date of this general shareholders' meeting.

The general shareholders' meeting delegates to the Board of Directors the power adjust the aforementioned maximum purchase price in the event of a change in the par value of the share, a capital increase by capitalisation of reserves, a bonus share issue, stock split or reverse stock split, distribution of reserves or any other assets, redemption of capital, or any other transaction affecting the share capital

or shareholders' equity, in order to take account of the impact of such transactions on the value of the share.

The maximum amount of funds available for the share buyback programme authorised above is set at €210,773,160 (or the equivalent of this amount in any other currency on the buyback dates).

The general shareholders' meeting confers full powers on the Board of Directors, with the option of sub-delegation under the conditions permitted by law, to decide on and implement the present authorisation, to specify, if necessary, the terms and conditions thereof, to carry out the buy-back programme, and in particular to place any stock market orders, enter into any agreements, allocate or reallocate the shares acquired to the objectives pursued under the applicable legal and regulatory conditions, set the terms and conditions under which the rights of the holders of securities giving access to the share capital or other rights giving access to the share capital will be preserved in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment, where applicable, the preservation of the rights of holders of securities giving access to the capital or other rights giving access to the capital in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment, to make all declarations to Stock Exchange Market Authority (*Autorité des Marchés Financiers*) and any other competent authority and to carry out all other formalities and, generally, to do all that is necessary in such matters.

This authorisation is given for a period of eighteen months from the date of this general shareholders' meeting. This authorisation terminates the authorisation granted to the Board of Directors by the seventeenth ordinary resolution of the general shareholders' meeting of June 19, 2025.

Resolutions falling within the remit of Extraordinary General Meeting

Fifteenth resolution (*Delegation of authority to the Board of Directors to decide to increase the Company's capital by issuing shares and/or securities giving immediate or future access to the capital, without pre-emptive subscription rights, reserved for a category of persons (foreign employees of the Group, of any UCITS or entity or banking establishment or entity affiliated to such an establishment, in connection with the implementation of employee share ownership plans)*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for extraordinary general shareholders' meetings, having reviewed the management report and the auditors' special report, and in accordance with Articles L. 225-129-2, L. 225-138 and L. 228-91 et seq. of the French Commercial Code :

1. takes note of the fact that in certain countries legal or tax difficulties could make it difficult to implement employee share ownership schemes carried out directly or through a mutual fund (employees, early retirees or retired employees and corporate officers referred to in Articles L. 3332-1 and L. 3332-2 of the Labour Code of companies in the Planisware Group whose registered office is located in one of these countries and employees, early retirees or retired employees of companies in the Group residing in these same countries are hereinafter referred to as "**Foreign Employees**", the "**Group**" consisting of the Company and the French or foreign companies included in the scope of consolidation of the Company's accounts in application of articles L. 3344-1 et seq. of the French Labour Code) and that the implementation for the benefit of certain Foreign Employees of alternative formulas to those offered to French residents who are members of one of the employee savings plans set up by one of the Group's companies may prove desirable;
2. delegates to the Board of Directors, with powers to subdelegate within the law, its authority to increase the share capital, without pre-emptive subscription rights, on one or more occasions, in France or abroad, in the proportions and at the times it sees fit, either in euros or in any other currency or currency unit established by reference to more than one currency, with or without premium, for valuable consideration or free of charge, through the issue of (i) ordinary shares in the

Company and/or (ii) securities giving access, immediately or in the future, at any time or on a fixed date, by subscription, conversion, exchange, redemption, presentation of a warrant or in any other way, to the Company's capital and/or to debt securities in the Company, reserved for the following category of beneficiaries: (a) Foreign Employees, (b) UCITS or other entities, with or without legal personality, for employee shareholding invested in the Company's securities, whose unitholders or shareholders will be Foreign Employees, and/or (c) any banking institution or entity controlled by such an institution within the meaning of Article L. 233-3 of the French Commercial Code, acting at the Company's request to implement a structured offer to Foreign Employees with an economic profile comparable to an employee share ownership scheme that would be implemented as part of a capital increase carried out pursuant to the sixteenth resolution;

3. resolves to set the following limits on the amounts of capital increases authorised in the event that the Board of Directors makes use of this authorisation:
 - the maximum nominal amount of capital increases that may be carried out under this authorisation is set at 1% of the share capital on the date of the Board of Directors' decision, it being stipulated that this amount will be deducted (i) from the overall ceiling stipulated in the twenty-eighth resolution of this general shareholders' meeting, and (ii) from the ceiling stipulated in section 2 of the twenty-fifth resolution or, where applicable, from any ceilings stipulated by resolutions of the same nature that may supersede these resolutions during the period of validity of this authorisation;
 - to these ceilings shall be added, where applicable, the nominal amount of shares to be issued to preserve the rights of holders of securities giving access to the capital or other rights giving access to the capital, in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other cases of adjustment;
4. resolves to waive shareholders' pre-emptive rights to subscribe for the shares covered by this resolution in favour of the aforementioned categories of beneficiaries;
5. resolves that this delegation of authority may be used solely for the purposes set out in paragraph 1 of this resolution;
6. resolves that the issue price of the new shares or securities giving access to the capital to be issued under this authorisation will be set by the Board of Directors on the basis of the Company's share price on the regulated market of Euronext Paris; this price will be equal to (i) the average of the closing prices quoted for the 's shares over the twenty trading days preceding the date of the decision setting the opening date for subscription to the corresponding capital increase carried out under this resolution, less a maximum discount of 30%, or (ii) alternatively, in the case of a transaction carried out as part of a global employee share ownership set up in France and abroad, at the price set by the Board of Directors or its delegate on the day of the decision setting the opening date for the subscription to the corresponding capital increase carried out pursuant to the twenty-fifth resolution of this general shareholders' meeting;
7. resolves that the Board of Directors, with powers to subdelegate as permitted by law, will have full powers to implement this delegation of authority, and in particular to :
 - decide to issue the securities referred to in point 2 of this authorisation;
 - draw up the list of beneficiaries of the waiver of pre-emptive subscription rights within the category defined above, together with the number of shares or securities giving access to the capital to be subscribed by each of them;
 - set, if applicable, the terms and conditions for exercising the rights (where applicable, conversion, exchange or redemption rights, including by delivery of Company assets such as treasury shares or securities already issued by the Company) attached to the shares or securities giving access to the capital or to the allotment of debt securities and, in particular, set the date, even with retroactive effect, from which the new shares will carry dividend rights, as well as all other terms and conditions for carrying out the capital increase;
 - set the terms and conditions under which the Company will have the option, where applicable,

to purchase or exchange on the stock market, at any time or during specific periods, the securities giving access to the capital with a view to cancelling them or not, taking into account the legal provisions;

- provide for the possibility of suspending the exercise of rights attached to shares or securities giving access to the capital in accordance with legal and regulatory provisions;
 - set the amounts of the issues to be carried out pursuant to this authorisation and, in particular, determine the issue prices, dates, time limits, terms and conditions of subscription, payment, delivery and entitlement to dividends of the securities (even retroactively), the reduction rules applicable in the event of oversubscription and the other terms and conditions of the issues, within the legal and regulatory limits in force;
 - determine and make any adjustments to take account of the impact of transactions involving the Company's capital or shareholders' equity, in particular in the event of a change in the par value of the shares, a capital increase by capitalisation of reserves, profits or premiums, a bonus issue of shares, a stock split or reverse stock split, the distribution of dividends, reserves or premiums or of any other assets, a capital redemption or any other transaction affecting the share capital or shareholders' equity (including in the event of a public offer and/or a change of control), and to set any other terms and conditions to ensure, in accordance with legal and regulatory provisions and, where applicable, with contractual stipulations providing for other cases of adjustment, the preservation of the rights of holders of securities giving access to the share capital or other rights giving access to the share capital (including by means of cash adjustments);
 - record the completion of each capital increase and amend the Articles of Association accordingly;
 - at its sole discretion, charge the costs of the capital increases against the amount of the premiums relating thereto and deduct from this amount the sums necessary to fund the legal reserve;
 - generally, enter into any agreement, in particular to successfully complete the proposed issues, take any measures and carry out any formalities required for the issue, listing and financial servicing of the securities issued under this authorisation and for the exercise of the rights attached thereto and, more generally, do all that is necessary in such matters;
8. sets the period of validity of the authorisation granted under this resolution at eighteen months from the date of this general shareholders' meeting;
9. formally notes that this authorisation cancels with effect from this day any unused portion of any previous authorisation having the same purpose.

Sixteenth resolution (*Delegation of authority to the Board of Directors to decide to increase the Company's capital by issuing ordinary shares and/or securities giving immediate or future access to the capital, without pre-emptive subscription rights, reserved for members of savings plans*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for extraordinary general shareholders' meetings, having reviewed the management report and the auditors' special report, and in accordance with the provisions of Articles L. 225-129-2, L. 225-129-6, L. 225-138-1 and L. 228-91 et seq. of the French Commercial Code and Articles L. 3332-18 to L. 3332-24 of the French Labour Code:

1. delegates to the Board of Directors, with powers to subdelegate within the law, its authority to decide to increase the share capital without pre-emptive subscription rights, on one or more occasions, in France or abroad, in the proportions and at the times it sees fit, either in euros or in any other currency or monetary unit established by reference to more than one currency, with or without a premium, for valuable consideration or free of charge, by issuing (i) ordinary shares in the Company and/or (ii) securities giving access, immediately or in the future, at any time or on a fixed date, by subscription, conversion, exchange, redemption, presentation of a warrant or in any other way, to

the Company's share capital and/or to debt securities in the Company, reserved for members of one or more employee savings plans (or any other plan to whose members articles L. 3332-1 et seq. of the French Labour Code or any similar law or regulation would allow a capital increase to be reserved under equivalent conditions) set up within a French or foreign company or group of companies included in the scope of consolidation or combination of the Company's accounts pursuant to Article L. 3344-1 of the French Labour Code, it being specified that this resolution may be used for the purposes of implementing leveraged schemes;

2. resolves to set the following limits on the amounts of capital increases authorised in the event that the Board of Directors makes use of this authorisation:
 - the maximum nominal amount of the capital increases that may be carried out immediately or in the future under this authorisation is set at 1% of the share capital on the date of the Board of Directors' decision, it being stipulated that this amount will be deducted from the overall ceiling stipulated in the twenty-eighth resolution of this general shareholders' meeting or, where applicable, from any overall ceiling stipulated by any similar resolution that may supersede said resolution during the period of validity of this authorisation;
 - to these ceilings shall be added, where applicable, the nominal amount of shares to be issued to preserve the rights of holders of securities giving access to the capital or other rights giving access to the capital, in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other cases of adjustment;
3. resolves that the issue price of the new shares or securities giving access to the capital will be determined in accordance with Articles L. 3332-18 et seq. of the French Labour Code and will be at least equal to 70% of the Reference Price (as this term is defined below) or 60% of the Reference Price where the lock-up period provided for by 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 (it being specified that the levels of discount mentioned in this paragraph may be modified in the event of changes to the regulations in force). For the purposes of this paragraph, the "**Reference Price**" refers to the weighted average of the prices quoted for the Company's shares on the regulated market of Euronext Paris during the twenty trading sessions preceding the date of the decision by the Board of Directors or its delegate setting the opening date of the subscription period for members of a company or group savings plan (or similar plan);
4. expressly authorises the Board of Directors, if it sees fit, to reduce or eliminate the above-mentioned discount to the Reference Price, within the legal and regulatory limits, in order to take account, in particular, of locally applicable legal, accounting, tax and social security regimes;
5. authorises the Board of Directors to allocate, free of charge, to the beneficiaries indicated above, in addition to the shares or securities giving access to the capital, shares or securities giving access to the capital to be issued or already issued, by way of substitution for all or part of the discount to the Reference Price and/or as a top-up, it being understood that the benefit resulting from this allocation may not exceed the applicable legal or regulatory limits;
6. resolves to waive shareholders' pre-emptive rights to subscribe for the shares covered by this resolution in favour of the beneficiaries indicated above, said shareholders also waiving, in the event of a free allotment to the beneficiaries indicated above of shares or securities giving access to the capital, any right to said shares or securities giving access to the capital, including to the portion of reserves, profits or premiums incorporated into the capital, by reason of the free allotment of said shares made on the basis of this resolution;
7. authorises the Board of Directors, under the terms of this authorisation, to sell shares to members of a company or group savings plan (or similar plan) as provided for by Article L. 3332-24 of the French Labour Code, it being stipulated that sales of shares made at a discount to members of one or more of the employee savings plans referred to in this resolution will be deducted up to the nominal amount of the shares thus sold from the ceilings referred to in 2 above;
8. resolves that the Board of Directors, with powers to subdelegate within the law, will have full powers to implement this delegation of authority, and in particular to :

- decide to issue the securities referred to in 1. of this authorisation;
- decide the amount of the issue, the issue price and the amount of the premium that may be requested on issue or, if applicable, the amount of the reserves, profits or premiums that may be incorporated into the capital;
- determine the dates and terms of the issue and the nature, number and characteristics of the securities to be created;
- draw up, in accordance with the law, the list of companies whose beneficiaries indicated above may subscribe to the shares or securities giving access to the capital thus issued and, where applicable, benefit from the shares or securities giving access to the capital allocated free of charge;
- decide that subscriptions may be made directly by beneficiaries who are members of a company or group savings plan (or similar plan), or through company mutual funds or other structures or entities permitted by the applicable laws and regulations;
- determine the conditions, in particular length of service, to be met by beneficiaries of capital increases;
- in the event of the issue of debt securities, to set all the terms and conditions of such securities (in particular whether or not they are for a fixed term, whether or not they are subordinated and their remuneration) and to amend, during the life of such securities, the terms and conditions referred to above, in compliance with the applicable formalities;
- set, if applicable, the terms and conditions for exercising the rights (where applicable, conversion, exchange or redemption rights, including by delivery of Company assets such as treasury shares or securities already issued by the Company) attached to the shares or securities giving access to the capital or to the allotment of debt securities and, in particular, set the date, even with retroactive effect, from which the new shares will carry dividend rights, as well as as all other terms and conditions for carrying out the capital increase;
- set the terms and conditions under which the Company will have the option, where applicable, to purchase or exchange on the stock market, at any time or during specific periods, the securities giving access to the capital with a view to cancelling them or not, taking into account the legal provisions;
- provide for the possibility of suspending the exercise of rights attached to shares or securities giving access to the capital in accordance with legal and regulatory provisions;
- set the amounts of the issues to be carried out pursuant to this authorisation and, in particular, determine the issue prices, dates, time limits, terms and conditions of subscription, payment, delivery and entitlement to dividends of the securities (even retroactively), the reduction rules applicable in the event of oversubscription and the other terms and conditions of the issues, within the legal and regulatory limits in force;
- in the event of the free allotment of shares or securities giving access to the capital, set the type and number of shares or securities giving access to the capital to be issued, as well as their terms and characteristics, the number to be allotted to each beneficiary, and set the dates, deadlines, determine the nature, number of shares or securities giving access to the capital to be issued, as well as their terms and characteristics, the number to be allocated to each beneficiary, and set the dates, deadlines, terms and conditions for allocating these shares or securities giving access to the capital within the legal and regulatory limits in force and, in particular, choose either to fully or partially substitute the allocation of these shares or securities giving access to the capital for the discounts in relation to the Reference Price provided for above, or to deduct the equivalent value of these shares or securities from the total amount of the employer's contribution, or to combine these two possibilities;
- at its sole discretion, charge the costs of the capital increases against the amount of the premiums relating thereto and deduct from this amount the sums necessary to fund the legal reserve;

- determine and make any adjustments to take account of the impact of transactions involving the Company's capital or shareholders' equity, in particular in the event of a change in the par value of the shares, a capital increase by capitalisation of reserves, profits or premiums, a bonus issue of shares, a stock split or reverse stock split, the distribution of dividends, reserves or premiums or of any other assets, a capital redemption or any other transaction affecting the share capital or shareholders' equity (including in the event of a public offer and/or a change of control), and to set any other terms and conditions to ensure that the rights of holders of securities giving access to the share capital or other rights giving access to the share capital are preserved (including by means of cash adjustments), in accordance with legal and regulatory provisions and, where applicable, any contractual provisions providing for other cases of adjustment;
 - in the event of the issue of new shares, deduct, where appropriate, from reserves, profits or share premium, the sums required to pay up said shares;
 - record the completion of each capital increase and amend the Articles of Association accordingly;
 - generally, enter into any agreement, in particular to ensure the successful completion of the proposed issues, take any measures and carry out any formalities required for the issue, listing and financial servicing of the securities issued under this authorisation, as well as the exercise of the rights attached thereto and, more generally, do all that is necessary in such matters;
9. sets the period of validity of the delegation of authority covered by this resolution at twenty-six months from the date of this general shareholders' meeting;
10. formally notes that this authorisation cancels with effect from this day any unused portion of any similar authorisation.

Seventeenth resolution (*Overall ceiling on the amount of capital increases carried out pursuant to the 15th to 16th of this general shareholders' meeting, as well as the 19th to 23rd and 25th to 27th resolutions of the general shareholders' meeting dated June 19, 2025*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for extraordinary general shareholders' meetings, having reviewed the management report and the auditors' special report, resolves that the maximum aggregate par value of the capital increases that may be carried out under the delegations or authorisations granted in the 15th and 16th of this general shareholders' meeting, as well as the 19th to 23rd and 25th to 27th resolutions of the general shareholders' meeting dated June 19, 2025, is set at 2 million euros or the equivalent in any other currency or currency unit established by reference to more than one currency. To these ceilings shall be added, where applicable, the nominal amount of shares to be issued in order to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other cases of adjustment, the rights of holders of securities giving access to the capital or other rights giving access to the capital.

Resolution within the remit of Ordinary General Meeting

Eighteenth resolution (*Powers to carry out formalities*)

The general shareholders' meeting, deliberating under the conditions of quorum and majority required for ordinary general shareholders' meetings, confers full powers on the bearer of an original, copy or extract of the minutes of its deliberations to carry out all filings and formalities required by law.