



Text and summary of proposed resolutions for the Combined General Meeting of July 29, 2025

Ordinary Shareholders' Meeting

Resolution 1: Approval of the annual reports and financial statements for the fiscal year ended March 31, 2025

Summary of Resolution 1:

Purpose:

Approve the Company's individual financial statements at March 31, 2025, showing net earnings of €82,563,456.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the reports of the Board of Directors and of the Statutory Auditors, approves the annual financial statements for the fiscal year ended March 31, 2025, showing net earnings of €82,563,456, as well as the transactions reflected in these financial statements and summarized in these reports.

Pursuant to Article 223 quater of the French Tax Code, the Shareholders' Meeting approves the total non-tax-deductible expenditures and charges referred to in Article 39-4 of the aforementioned Code, which amounted to €7,107, as well as the theoretical tax on these expenses and charges, for a total of €1,836.

Resolution 2: Approval of the consolidated annual reports and financial statements for the fiscal year ended March 31, 2025

Summary of Resolution 2:

Purpose:

Approve the company's consolidated financial statements at March 31, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the reports of the Board of Directors and of the Statutory Auditors, approves the consolidated financial statements for the fiscal year ended March 31, 2025, as well as the transactions reflected in these financial statements and summarized in these reports.

Resolution 3: Appropriation of earnings for the fiscal year ended March 31, 2025, setting of the dividend and of the dividend payment date

Summary of Resolution 3:

Purpose:

Appropriation of the earnings amounting to €82,563,456 and setting of a dividend of €11,244,618, i.e., €0.46 per dividend-entitled share.

Ex-dividend date: 08/04/2025.

Dividend payment date: 08/06/2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, decides the following appropriation of the distributable earnings of 339,048,652 euros, as proposed by the Board of Directors,

Net earnings for the fiscal year:	€82,563,456
Retained earnings account:	€256,485,196
Distributable earnings:	€339,048,652

Allocation to the legal reserve:	€0 ⁽¹⁾
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Dividends:	€11,244,618
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Retained earnings account:	€327,804,034
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(1) The amount of the legal reserve having reached the threshold of 10% of the share capital.

As a result, the dividend per dividend-entitled share amounts to €0.46 (please note: as at March 31, 2025, the Company held 461,511 treasury shares). The retained earnings are now €327,804,034.

If, on the dividend payment date, the number of shares conferring entitlement to a dividend differs, the total dividend amount will be adjusted to take this difference into account and the amount appropriated to retained earnings shall be determined based on the dividends effectively paid.

The ex-dividend date will be 08/04/2025 and dividends will be paid on 08/06/2025.

Dividends paid to French tax residents who are natural persons are automatically subject to the single flat-rate withholding tax (PFU) at a global rate of 30% (12.8% for income tax and 17.2% for social security contributions) in accordance with Article 200 A of the French Tax Code. However, at the express and irrevocable request of the taxpayer, the dividend may be subject to the progressive income tax rate and will thus be eligible for the 40% deduction provided for in Article 158, 3.2 of the French Tax Code. This option must be exercised each year when filing the income tax return and is global. It therefore covers all income falling within the scope of the PFU.

This dividend will remain subject to social security contributions at the rate of 17.2% and, if the taxpayer opts for the application of the progressive rate, they can deduct from their overall income a portion of the CSG applied to dividends (up to 6.8%). Finally, taxpayers whose taxable income exceeds certain thresholds will also be subject, on the one hand, to the exceptional contribution on high incomes at a rate of 3% or 4%, as applicable, in accordance with Article 223 sexies of the French Tax Code, and, on the other hand, to the differential contribution on high incomes provided for by Article 224 of the French Tax Code. These regimes do not apply to legal persons.

Shareholders who are not French tax residents are invited to review their individual tax situations, taking into account in particular the applicable tax regime in France, in their country of tax residence, as well as any tax treaty provisions that may apply between France and their country of residence.

In accordance with the law, it is also recalled that the dividends paid in respect of the three preceding financial years were as follows:

Fiscal year	Number of shares for dividend payment ⁽¹⁾	Dividend per share ⁽²⁾	Portion of the dividend eligible for the 40% tax allowance ⁽³⁾
2023/24	24,683,468	€0.38	100%
2022/23	19,981,237	€0.38	100%
2021/22	20,032,695	€0.38	100%

(1) After deduction of treasury shares.

(2) Before deduction of taxes and social charges.

(3) All of the dividends paid by the Company are eligible for the deduction.

Resolution 4: Approval of related-party agreements

Summary of Resolution 4:

Purpose:

Acknowledge that no new agreements were authorized, concluded or entered into during the fiscal year ended March 31, 2025.

Approve the Statutory Auditors' special report on the previously approved agreement which was still in effect during the fiscal year ended March 31, 2025 and acknowledge the information related to this agreement.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, and having reviewed the Statutory Auditors' special report, pursuant to Article L.225-40 of the French Commercial Code:

- acknowledges that no new agreements were authorized, concluded or entered into during the fiscal year ended March 31, 2025;
- acknowledges the information relating to the previously approved agreement, which remained in effect during the fiscal year ended March 31, 2025.

Resolution 5: Renewal of the term of office Ms. Marlène Ribeiro as Director

Summary of Resolution 5:

Purpose:

Renewal of the term of office of Ms. Marlène Ribeiro as Director.

Term of office: 4 years, i.e., until the end of the Shareholders' Meeting called to approve the financial statements for the fiscal year ending March 31, 2029.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the report of the Board of Directors, and acknowledging that the term of office of Ms. Marlène Ribeiro as Director expires at the end of the present Shareholders' Meeting, decides to renew her term of office as Director for a period of four years, until the end of the Shareholders' Meeting called to approve the financial statements for the fiscal year ending March 31, 2029.

Ms. Marlène Ribeiro has declared that she accepts this renewal and she is not subject to any measure likely to prohibit her from exercising her office.

Resolution 6: Renewal of ACA NEXIA as Statutory Auditor in charge of certifying the financial statements - non-renewal and non-replacement of PIMPANEAU & ASSOCIES as Deputy Auditor

Summary of Resolution 6:

Purpose:

Renewal of ACA NEXIA as Statutory Auditor in charge of certifying the financial statements.

Term of office: 6 financial years, i.e., until the end of the Shareholders' Meeting called to approve the financial statements for the fiscal year ending March 31, 2031.

Non-renewal and non-replacement of PIMPANEAU & ASSOCIES as Deputy Auditor.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the report of the Board of Directors, and acknowledging that the term of office of ACA NEXIA as Statutory Auditor and the term of office of PIMPANEAU & ASSOCIES as Deputy Auditor expire at the end of the present Shareholders' Meeting, decides (i) to renew ACA NEXIA as Statutory Auditor in charge of certifying the financial statements for a period of six financial years expiring at the end of the Shareholders' Meeting called to approve the financial statements for the fiscal year ending March 31, 2031 and (ii) not to renew or replace PIMPANEAU & ASSOCIES.

Resolution 7: Renewal of ACA NEXIA as Statutory Auditor in charge of certifying sustainability-related information

Summary of Resolution 7:

Purpose:

Renewal of ACA NEXIA as Statutory Auditor in charge of certifying sustainability-related information.

Term of office: duration of the term of office as Statutory Auditor in charge of certifying the financial statements, i.e., until the end of the Shareholders' Meeting called to approve the financial statements for the fiscal year ending March 31, 2031.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the report of the Board of Directors, and acknowledging that the term of office of ACA NEXIA as Statutory Auditor in charge of certifying sustainability-related information expires at the end of the present Shareholders' Meeting, decides to renew ACA NEXIA as Statutory Auditor in charge of certifying sustainability-related information for a period of six financial years expiring at the end of the Shareholders' Meeting called to approve the financial statements for the fiscal year ending March 31, 2031.

Resolution 8: Approval of the information relating to the compensation of corporate officers referred to in I of Article L.22-10-9 of the French Commercial Code for the fiscal year ended March 31, 2025

Summary of Resolution 8:

Purpose:

Approval of information referred to in Article L.22-10-9 of the French Commercial Code relating to the compensation paid or allocated during the year ended March 31, 2025 to each corporate officer (Chairman and Chief Executive Officer, Deputy CEOs and Directors) and presented in the corporate governance report, pursuant to the provisions of Article L.22-10-34 I. of the French Commercial Code.

This information includes, in particular, details of the compensation of each corporate officer, including a breakdown by Director, information which establish the link between the compensation of the Chairman and Chief Executive Officer and the Deputy CEOs and the Company's performance, as well as the disclosure of remuneration ratios by comparison with the average and median remunerations within the Company.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves pursuant to Article L.22-10-34 I. of the French Commercial Code, the information relative to the compensation of corporate officers mentioned in I of Article L.22-10-9 of the French Commercial Code, as presented in the above-mentioned report.

Resolution 9: Approval of the elements of compensation paid during the year ended March 31, 2025 or allocated in respect of the same year to Mr. Pascal Imbert, Chairman and Chief Executive Officer

Summary of Resolution 9:

Purpose:

Approval of the fixed and variable components of total compensation and other benefits paid or awarded to Mr. Pascal Imbert, in his role as Chairman and Chief Executive Officer, in respect of the fiscal year ended March 31, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves, pursuant to Article L.22-10-34 II. of the French Commercial Code, the components of compensation and benefits-in-kinds paid or allocated in respect of the fiscal year ended March 31, 2025 to Mr. Pascal Imbert, Chairman and Chief Executive Officer, as presented in the above-mentioned report.

Resolution 10: Approval of the elements of compensation paid during the year ended March 31, 2025 or allocated in respect of the same year to Mr. Patrick Hirigoyen, Deputy CEO

Summary of Resolution 10:

Purpose:

Approval of the fixed and variable components of total compensation and other benefits paid or awarded to Mr. Patrick Hirigoyen, in his role as Deputy CEO, in respect of the fiscal year ended March 31, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves, pursuant to Article L.22-10-34 II. of the French Commercial Code, the components of compensation and benefits-in-kinds paid or allocated in respect of the fiscal year ended March 31, 2025 to Mr. Patrick Hirigoyen, Deputy CEO, as presented in the above-mentioned report.

Resolution 11: Approval of the elements of compensation paid during the financial year ended March 31, 2025 or allocated in respect of the same year to Mr. Karsten Höppner, Deputy CEO

Summary of Resolution 11:

Purpose:

Approval of the fixed and variable components of total compensation and other benefits paid or awarded to Mr. Karsten Höppner, in his role as Deputy CEO, in respect of the fiscal year ended March 31, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves, pursuant to Article L.22-10-34 II. of the French Commercial Code, the components of compensation and benefits-in-kinds paid or allocated in respect of the fiscal year ended March 31, 2025 to Mr. Karsten Höppner, Deputy CEO, as presented in the above-mentioned report.

Resolution 12: Determination of the fixed annual amount allocated to Directors

Summary of Resolution 12:

Purpose:

Setting of the overall annual amount payable to the Directors, effective from the fiscal year starting on April 1, 2025, at €392,994.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, decides to set, from the fiscal year starting on April 1, 2025, the overall amount that the Company allocates to Directors in compensation for their activities at €392,994, as presented in the above-mentioned report, and until decided otherwise by the Shareholders' Meeting.

Resolution 13: Approval of the compensation policy applicable to Directors for the fiscal year starting on April 1, 2025

Summary of Resolution 13:

Purpose:

Approval of the components of the compensation policy applicable to Directors for the fiscal year starting on April 1, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves the compensation policy applicable to the Company's Directors for the fiscal year starting on April 1, 2025, as presented in the above-mentioned report.

Resolution 14: Approval of the compensation policy applicable to Mr. Pascal Imbert, Chairman and Chief Executive Officer, for the fiscal year starting on April 1, 2025

Summary of Resolution 14:

Purpose:

Approval of the components of the compensation policy applicable to Mr. Pascal Imbert, in his role as Chairman and Chief Executive Officer, for the fiscal year starting on April 1, 2025.

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the corporate governance report of the Board of Directors, approves the compensation policy applicable to Mr. Pascal Imbert, Chairman and Chief Executive Officer, for the fiscal year starting on April 1, 2025, as presented in the above-mentioned report.

Resolution 15: Approval of the compensation policy applicable to Mr. Patrick Hirigoyen, Deputy CEO, for the fiscal year starting on April 1, 2025

Summary of Resolution 15:

Purpose:

Approval of the components of the compensation policy applicable to Mr. Patrick Hirigoyen, in his role as Deputy CEO, for the fiscal year starting on April 1, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves the compensation policy applicable to Mr. Patrick Hirigoyen, Deputy CEO, for the fiscal year starting on April 1, 2025, as presented in the above-mentioned report.

Resolution 16: Approval of the compensation policy applicable to Mr. Karsten Höppner, Deputy CEO, for the fiscal year starting on April 1, 2025

Summary of Resolution 16:

Purpose:

Approval of the components of the compensation policy applicable to Mr. Karsten Höppner, in his role as Deputy CEO, for the fiscal year starting on April 1, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the corporate governance report of the Board of Directors, approves the compensation policy applicable to Mr. Karsten Höppner, Deputy CEO, for the fiscal year starting on April 1, 2025, as presented in the above-mentioned report.

Resolution 17: Authorization to be given to the Board of Directors to conduct operations involving the Company's shares

Summary of Resolution 17:

Purpose:

Authorize your Board of Directors to have the Company purchase its own shares, except during a public offering period. The maximum purchase price, established using the same formula as in previous fiscal years, is set at €138 (excluding costs) in the context of supporting the market activity of Wavestone's shares to promote their liquidity, and at €103 (excluding costs) in other cases. The maximum number of shares purchased is limited to 10% of the share capital, after deduction of

shares already held, including 5% in the context of commitments made in favor of employees and/or corporate officers (free share allocation plans).

The company may buy back its shares:

- *for cancellation by way of a share capital reduction;*
- *to honor obligations related to the issuance of shares and other securities giving access to the company's share capital;*
- *for allocation or, as relevant, in the context of share incentive plans concerning employees and corporate officers of the company or of group companies;*
- *to make a market in the company's share under a liquidity contract with an investment services provider, in accordance with the ethics charter recognized by the AMF;*
- *to implement all market practices and objectives permitted by law or by competent market authorities.*

Shares may be purchased, sold or transferred by any means, on one or more occasions, notably on a stock exchange or over the counter, including, in whole or in part, in the form of a block purchase, sale or transfer. These means include, as appropriate, using derivatives and any other financial instruments.

This authorization is valid for a period of eighteen (18) months as from the Shareholders' Meeting on July 29, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Ordinary Shareholders' Meetings, having reviewed the report of the Board of Directors, grants authorization to the Board of Directors, with the power to delegate to any legally authorized person, to purchase the Company's shares, under the legal and regulatory terms and conditions applicable at the time of trading, and in particular pursuant to the terms and obligations imposed by Articles L.22-10-62 et seq. of the French Commercial Code set by the directly applicable provisions of European Commission regulation No. 596/2014 dated April 16, 2014, and the market practices accepted by the AMF

This authorization may be used by the Board of Directors for the following purposes:

- to make a market in the Wavestone share, notably to increase liquidity, under a liquidity contract with an independent investment services provider, in accordance with an ethics charter recognized by the AMF;
- to honor obligations related to the issuance of securities giving access to share capital;
- to award or sell shares to employees and/or corporate officers of the Company or of companies within the group, in accordance with the terms and conditions set by law, especially in respect of profit sharing, share ownership plans, company and inter-company savings plans, and for the purposes of implementing and covering stock option and free share plans;
- to cancel all or some of the shares purchased to reduce the share capital, within the context of, and subject to a valid authorization granted by the extraordinary general meeting;
- to implement all market practices and objectives permitted by law or current regulations or by the AMF concerning share buyback programs and, more generally, to carry out all operations that comply with the regulations in force with regard to these programs.

The Shareholders' Meeting hereby decides that:

- the purchase, sale, exchange or transfer of shares may be done by any means, on a stock exchange or over the counter, in the form of a block purchase or sale, without limiting the portion of the buyback program that may be executed by such means, or, if necessary, by way of any form of derivative or optional instrument provided that these do not contribute in a significant way to increasing the volatility of the share price (it being specified that block share purchases can only be carried out with a reference shareholder if the latter offers one or more forms of compensation such as a discount to the value of the purchased shares). These transactions may take place at any time, other than during periods of public offerings on the Company's shares (unless such transactions are carried out for the sole purposes of satisfying share delivery commitments);
- the maximum number of shares the Company may purchase under this authorization is capped at 10% of the share capital, in accordance with Article L.22-10-62 of the French Commercial Code. This includes shares acquired under previous share buyback authorizations granted by the Ordinary General Meeting, it being specified (i) that the maximum number of shares acquired in the context of commitments made in favor of employee and/or corporate officer shareholding shall be 5% of the share capital, and (ii) that when shares are purchased under a liquidity contract, the 10% calculation mentioned above applies to the number of shares acquired, less the number sold during the term of this authorization;
- the maximum price which may be paid for a share, established using the same formula as in previous fiscal years, is (i) €138 (excluding acquisition costs) when shares are purchased to promote the market for the Company's share and boost liquidity, under a liquidity contract with an independent investment services provider, and (ii) €103 (excluding acquisition costs) for all other authorizations granted to the Board of Directors, where appropriate, it being noted, however, that for capital transactions and, in particular, capital increases by incorporation of reserves and allocation of free shares, share splits and reverse splits, the price and number of shares referred to above will be adjusted by a factor equal to the ratio between the number of shares making up the capital before the transaction, and the number of shares comprising the capital after the transaction;
- the total amount of funds allocated for treasury share purchases is capped at €343,707,382 subject to available reserves;
- this authorization cancels the authorization granted by the Shareholders' Meeting on July 25, 2024. It is valid for a period of eighteen (18) months as of this date.

The Shareholders' Meeting grants all powers to the Board of Directors, including that of sub-delegation to any legally authorized person, to set up and implement a share buyback plan, and notably to:

- launch and implement this share buyback program;
- place, within the limits specified above, any trade orders on a stock exchange or over the counter, in compliance with applicable regulations;
- adjust the share purchase price to take into account the impact of transactions on the Company's share price;
- enter into any and all agreements to keep registers of share purchases and sales;
- ensure full traceability of transactions;

- make all declarations and carry out all formalities with the appropriate organizations, notably the AMF, in accordance with applicable regulations, and complete or request the securities service to complete the registers referred to in Articles L.225-211 and R.225-160 of the French Commercial Code;
- complete all other formalities and, in general, do all that is necessary;
- acknowledge that the Economic and Social Committee will be informed, in accordance with the provisions of Article L.22-10-62, paragraph 1 of the French Commercial Code, of the adoption of this resolution;
- acknowledge that the shareholders will be informed at the next Annual Shareholders' Meeting of the specific allocation of the repurchased shares to the various objectives pursued in connection with all buybacks carried out.

Extraordinary Shareholders' Meeting

Resolution 18: Authorization to be given to the Board of Directors to allocate existing or future free shares to the benefit of the employees of the Company and of its affiliated companies or some of them

Summary of Resolution 18:

Purpose:

Authorize the Board of Directors to allocate free shares of the Company to its employees and those of its affiliated companies.

Ceilings:

Capital increase: 5% of the share capital.

The transactions will be charged against the overall ceiling set out in the 28th resolution of the Combined Shareholders' Meeting of July 25, 2024.

The minimum duration of the vesting period set by the Board of Directors at the end of which the shares would be definitively vested in their beneficiaries would be set at 1 year and the minimum holding period for the shares would be 2 years, with the Board of Directors being able to reduce or eliminate this holding period provided that the cumulative vesting and holding period is at least equal to 2 years.

The Board of Directors will determine the identity of the beneficiaries of the allocations, the number of shares allocated to each, the conditions and criteria for the allocation of shares to be met for the definitive acquisition of all or part of the shares.

The period of validity of this authorization would be thirty-eight (38) months from the Shareholders' Meeting of July 29, 2025.

The Company is very committed to ensuring that the expression of the employees' vote is truly independent of management. As such, the Company undertakes not to interfere with the vote of employee shareholders by management representatives.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Extraordinary Shareholders' Meetings and having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with the provisions of Articles L.225-197-1 et seq. and L.22-10-59 and L.22-10-60 of the French Commercial Code:

1. Terminates, with immediate effect, for its unused part, the authorization granted to the Board of Directors by the Combined Shareholders' Meeting of July 28, 2022, in its 21st resolution having the same purpose.
2. Authorizes the Board of Directors to proceed, in one or more instances, for the benefit of employees or certain categories of employees of the Company and of its affiliated companies, under the conditions provided in Article L.225-197-2 of the French Commercial Code, with the free allocation of existing or future shares of the Company.
3. Decides that the total number of existing or future shares that may be allocated pursuant to this authorization may not represent more than 5% of the Company's share capital on the date of the decisions of the Board of Director, it being specified that the nominal value or par value of the shares allocated on the basis of this authorization will be deducted from the common ceiling set in the 28th resolution of the Combined Shareholders' Meeting of July 25, 2024.
4. Authorizes the Board of Directors to proceed with, alternatively or cumulatively, within the limits set out in the previous paragraph:
 - the allocation of existing shares; and/or
 - the allocation of shares to be issued by way of a capital increase; in this case, the Shareholders' Meeting authorizes the Board of Directors to increase the share capital, by incorporating reserves up to the maximum nominal amount or par value corresponding to the number of new shares allocated, and notes that, in accordance with the law, the allocation of shares to the beneficiaries designated by the Board of Directors entails, for the benefit of the said beneficiaries, the express waiver by shareholders of their preferential subscription rights on the shares to be issued.
5. Decides to:
 - set at 1 year, from the date on which the allocation rights are granted by the Board of Directors, the minimum duration of the vesting period at the end of which the shares will be definitively acquired by their beneficiaries, it being recalled that these rights are non-transferable until the end of this period, in accordance with the provisions of Article L.225-197-3 of the French Commercial Code; however, in the event of the death of the beneficiary, his/her heirs may request the allocation of the shares within six (6) months of the death; in addition, and in accordance with the provisions of Article L.225-197-1 I. of the French Commercial Code, the shares will be allocated before the end of this period in the event of disability of the beneficiary corresponding to the classification in the second or third of the categories provided for in Article L.341-4 of the French Social Security Code;
 - set at 2 years, from the date of their final allocation, the minimum period for which the shares can be held by their beneficiaries; however, the Board of Directors may reduce or eliminate this retention period provided that the cumulative vesting and holding period is at least equal to 2 years; during the holding period, the shares will be freely transferable in the event of the death of the beneficiary, as well as in the event of disability in accordance with the regulations in force.
6. The Shareholders' Meeting grants full powers to the Board of Directors, with the option of sub-delegation under the conditions set by law, within the limits set out above, to implement this delegation, in particular:

- determine the identity of the beneficiaries, or the category(ies) of beneficiaries of the share allocations;
 - distribute the rights to allocate shares in one or more instances and at the times it deems appropriate;
 - set the conditions and criteria for the allocation of shares and, where applicable, performance criteria;
 - determine the final durations of the vesting period and the holding period of the shares within the limits set above by the Shareholders' Meeting;
 - allocate an unavailable reserve, assigned to the rights of the beneficiaries, in an amount equal to the total amount of the nominal value of the shares that may be issued by way of a capital increase, by drawing the necessary sums from all reserves freely available to the Company;
 - make the necessary deductions from this unavailable reserve in order to release the nominal value of the shares to be issued to their beneficiaries, and to increase the share capital accordingly by the nominal amount of the free shares allocated;
 - in the event of a capital increase, amend the Articles of Association accordingly, and carry out all necessary acts and formalities;
 - in the event of financial transactions referred to in the provisions of the second paragraph of Article L.225-181 of the French Commercial Code, during the vesting period, implement, if deemed appropriate, all necessary measures referred to in the provisions of the first paragraph of Article L.228-99, to preserve and adjust the rights of the beneficiaries, in accordance with the terms and conditions provided for in the said article, it being understood that any additional rights granted pursuant to such an adjustment shall not be taken into account for the assessment of the ceiling referred to in paragraph 3 of this resolution.
7. The delegation thus conferred on the Board of Directors is valid for a period of thirty-eight (38) months, starting today.

Resolution 19: Authorization to be given to the Board of Directors to allocate existing or future free shares to the corporate officers of the Company and of its affiliated companies or some of them

Summary of Resolution 19:

Purpose:

Authorize the Board of Directors to allocate free shares of the company to its corporate officers and those of its affiliated companies.

Ceilings:

Capital increase: 0.5% of the share capital.

The transactions will be charged against the overall ceiling set out in the 28th resolution of the Combined Shareholders' Meeting of July 25, 2024.

The minimum duration of the vesting period set by the Board of Directors at the end of which the shares would be definitively vested in their beneficiaries would be set at 1 year and the minimum holding period for the shares would be 2 years, with the Board of Directors being able to reduce or

eliminate this holding period provided that the cumulative vesting and holding period is at least equal to 2 years.

The Board of Directors will determine the identity of the beneficiaries of the allocations, the number of shares allocated to each, the conditions and criteria for the allocation of shares to be met for the definitive acquisition of all or part of the shares.

The validity period of this authorization would be thirty-eight (38) months from the Shareholders' Meeting of July 29, 2025.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Extraordinary Shareholders' Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with and under the conditions set out in Articles L.225-197-1 et seq. and L.22-10-59 and L.22-10-60 of the French Commercial Code:

1. Terminates with immediate effect, for its unused part, the authorization granted to the Board of Directors by the Combined Shareholders' Meeting of July 28, 2022, in its 21st resolution having the same purpose.
2. Authorizes the Board of Directors to proceed, in one or more instances, for the benefit of the corporate officers of the Company or of its affiliated companies, under the conditions provided in Article L.225-197-2 of the French Commercial Code, with the free allocation of existing or future shares of the Company.
3. Decides that the total number of existing or future shares that may be allocated pursuant to this authorization may not represent more than 0.5% of the Company's share capital on the date of the decision of the Board of Directors, it being specified that the nominal value or par value of the shares allocated on the basis of this authorization will be deducted from the common ceiling set in the 28th resolution of the Combined Shareholders' Meeting of July 25, 2024.
4. Authorizes the Board of Directors to proceed with, alternatively or cumulatively, within the limits set out in the preceding paragraph:
 - the allocation of existing shares; and/or,
 - the allocation of shares to be issued by way of a capital increase; in this case, the Shareholders' Meeting authorizes the Board of Directors to increase the share capital, by incorporating reserves up to the maximum nominal amount or par value corresponding to the number of new shares allocated, and notes that, in accordance with the law, the allocation of shares to the beneficiaries designated by the Board of Directors entails, for the benefit of the said beneficiaries, the express waiver by shareholders of their preferential subscription rights on the shares to be issued.
5. Decides to:
 - set at 1 year, from the date on which the allocation rights are granted by the Board of Directors, the minimum duration of the vesting period at the end of which the shares will be definitively acquired by their beneficiaries, it being recalled that these rights are non-transferable until the end of this period, in accordance with the provisions of Article L.225-197-3 of the French Commercial Code; however, in the event of the death of the beneficiary, his/her heirs may request the allocation of the shares within six (6) months of the death; in addition, and in accordance with the provisions of Article L.225-197-1 I. of the French Commercial Code, the shares will be allocated before the end of this period in the event of disability of the beneficiary corresponding to the classification in

the second or third of the categories provided for in Article L.341-4 of the French Social Security Code;

- set at 2 years, from the date of their final allocation, the minimum period for which the shares can be held by their beneficiaries; however, the Board of Directors may reduce or eliminate this holding period provided that the cumulative vesting and holding period is at least equal to 2 years; during the holding period, the shares will be freely transferable in the event of the death of the beneficiary, as well as in the event of disability in accordance with the regulations in force.
6. Decides that the final allocation of shares to executive corporate officers shall be subject to the achievement of performance conditions determined by the Board of Directors.
7. The Shareholders' Meeting grants full powers to the Board of Directors, with the option of sub-delegation under the conditions set by law, within the limits set out above, to implement this delegation, in particular:
- determine the identity of the beneficiaries;
 - distribute the rights to allocate shares in one or more instances and at the times it deems appropriate;
 - set the conditions and criteria for the allocation of shares and performance criteria;
 - determine the final durations of the vesting period and the holding period of the shares within the limits set above by the Shareholders' Meeting;
 - allocate an unavailable reserve, assigned to the rights of the beneficiaries, in an amount equal to the total amount of the nominal value of the shares that may be issued by way of a capital increase, by drawing the necessary sums from all reserves freely available to the Company;
 - make the necessary deductions from this unavailable reserve in order to release the nominal value of the shares to be issued to their beneficiaries, and to increase the share capital accordingly by the nominal amount of the free shares allocated;
 - in the event of a capital increase, amend the Articles of Association accordingly, and carry out all necessary acts and formalities;
 - in the event of financial transactions referred to in the provisions of the second paragraph of Article L.225-181 of the French Commercial Code, during the vesting period, implement, if deemed appropriate, all necessary measures referred to in the provisions of the first paragraph of Article L.228-99, to preserve and adjust the rights of the beneficiaries, in accordance with the terms and conditions provided for in the said article, it being understood that any additional rights granted pursuant to such an adjustment shall not be taken into account for the assessment of the ceiling referred to in paragraph 3 of this resolution.
8. The delegation thus conferred on the Board of Directors is valid for a period of thirty-eight (38) months, starting today.

Resolution 20: Amendments to Articles 14, 24 and 26 of the Company’s Articles of Association pursuant to Law No. 2024-537 of June 13, 2024, known as “Loi Attractivité”

Summary of Resolution 20:

Purpose:

Amendment of Articles 14 "Organization and deliberation of the Board of Directors", 24 "Admission to meetings – Proxies" and 26 "Quorum – Vote" of the Company’s Articles of Association with the entry into force of Law No. 2024-537 of June 13, 2024 aimed at increasing the financing of companies and the attractiveness of France, in order to (i) harmonize the terms used for the use of means of telecommunication in the context of the participation of Directors on the Board of Directors and in the context of the participation of shareholders in the Shareholders’ Meeting and (ii) to update the provisions relating to the written consultation of Directors.

The Shareholders’ Meeting, deliberating under the quorum and majority conditions required for Extraordinary Shareholders’ Meetings:

1. Decides to amend Article 14 "ORGANIZATION AND DELIBERATION OF THE BOARD OF DIRECTORS" of the Company's Articles of Association as follows:

Former wording	New wording
<p>“ARTICLE 14: ORGANIZATION AND DELIBERATION OF THE BOARD OF DIRECTORS</p> <p>[.....]</p> <p>Meetings shall be held and deliberations shall be taken under the conditions of quorum and majority provided for by law. In the event of a tie, the presiding officer shall have the casting vote.</p> <p>The rules of procedure may provide, except where the purpose of the meeting of the Board of Directors is to audit and control the annual and consolidated financial statements, that Directors who participate in the meeting by means of videoconferencing or telecommunication allowing their identification and ensuring their effective participation are deemed to be present for the calculation of the quorum and the majority.</p>	<p>“ARTICLE 14: ORGANIZATION AND DELIBERATION OF THE BOARD OF DIRECTORS</p> <p>[.....]</p> <p>Meetings shall be held and deliberations shall be taken under the conditions of quorum and majority provided for by law. In the event of a tie, the presiding officer shall have the casting vote.</p> <p>The rules of procedure may provide, except where the purpose of the meeting of the Board of Directors is to audit and control the annual and consolidated financial statements, that Directors who participate in the meeting by means of videoconferencing or telecommunication allowing their identification and ensuring their effective participation are deemed to be present for the calculation of the quorum and the majority.</p> <p><u>Directors who participate in the meeting by a means of telecommunication allowing their identification, in accordance with the regulations in force, are deemed to be present for the calculation of the quorum and the majority. The rules of procedure of the Board of Directors may provide that certain decisions</u></p>

<p>The Board of Directors may take decisions by written consultation of its members under the conditions set by the regulations in force.</p> <p>The minutes of the meetings of the Board of Directors shall be drawn up, and copies or extracts thereof shall be issued and certified in accordance with the law.”</p>	<p><u>may not be taken under these conditions.</u></p> <p>The Board of Directors may take decisions by written consultation of its members, under the conditions set by the regulations in force, including by electronic means, if the Chairman of the Board of Directors so decides.</p> <p><u>In this case, the Chairman of the Board of Directors shall communicate the proposed decision to the Directors by any written means, including electronic means, accompanied if necessary by the background information, indicating the terms and conditions of participation and the deadline for responding to it. Any Director may, within the period indicated in the written consultation, which may not be less than five (5) days from the sending of the consultation, object to the use of the written consultation.</u></p> <p><u>The Directors shall communicate their vote to the Chairman of the Board of Directors by any means of written communication, including electronic, within the time limit. Any vote expressed is final.</u></p> <p><u>In the absence of a response to the written consultation within the time limit, the Director is deemed to be absent unless the deadline is extended by the Chairman of the Board of Directors. The rules of quorum and majority relating to decisions taken at meetings shall apply to decisions taken by written consultation. Decisions taken by written consultation are the subject of minutes drawn up and kept under the same conditions as the deliberations adopted at the meeting of the Board of Directors.</u></p> <p>The minutes of the meetings of the Board of Directors shall be drawn up, and copies or extracts thereof shall be issued and certified in accordance with the law.”</p>
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2. Decides to amend Articles 24 "ADMISSION TO MEETINGS – PROXIES" and 26 "QUORUM – VOTING" of the Company's Articles of Association as follows:

Former wording	New wording
<p>"ARTICLE 24: ADMISSION TO MEETINGS - PROXIES</p> <p>[.....]</p> <p>4 – Shareholders may also participate in the meeting by videoconference or by other means of telecommunication that allow their identification, under the conditions and in accordance with the procedures determined by the applicable regulations, if the Board of Directors so decides when convening the General Meeting."</p> <p>"ARTICLE 26: QUORUM - VOTE</p> <p>1 – The quorum is calculated on the basis of all shares comprising the share capital, except in the case of Special Meetings where it is calculated on the total number of shares of the relevant class, less the number of shares deprived of voting rights, as required by law.</p> <p>In the case of a postal vote, only duly completed forms received by the Company at least three days before the meeting will be taken into account for the calculation of the quorum.</p> <p>Shareholders participating in the meeting via videoconference or by other means of telecommunication that allow their identification and comply with the applicable regulations, when the Chairman of the Board of Directors decides to use such means of participation when convening the General Meeting, shall be deemed present for the calculation of the quorum and the majority.</p> <p>[.....]"</p>	<p>"ARTICLE 24: ADMISSION TO MEETINGS – PROXIES</p> <p>[.....]</p> <p>4 – Shareholders may also participate in the meeting by videoconference or by other means of telecommunication that allow their identification, under the conditions and in accordance with the procedures determined by the by a means of telecommunication that allows their identification, in accordance with the applicable regulations, if the Board of Directors so decides when convening the General Meeting."</p> <p>"ARTICLE 26: QUORUM - VOTE</p> <p>1 – The quorum is calculated on the basis of all shares comprising the share capital, except in the case of Special Meetings where it is calculated on the total number of shares of the relevant class, less the number of shares deprived of voting rights, as required by law.</p> <p>In the case of a postal vote, only duly completed forms received by the Company at least three days before the meeting will be taken into account for the calculation of the quorum.</p> <p>Shareholders participating in the meeting via videoconference or by other means of telecommunication that allow their identification and comply with the by a means of telecommunication that allows their identification, in accordance with the applicable regulations, when the Chairman of the Board of Directors decides to use such means of participation when convening the General Meeting, shall be deemed present for the calculation of the quorum and the majority.</p> <p>[.....]"</p>

Resolution 21: Amendments to Article 13 IV of the Articles of Association

Summary of Resolution 21:

Purpose:

Amendment of Article 13 IV "Director representing employee shareholders" in order to allow candidates to designate one or more alternates and to allow the Board of Directors to provisionally appoint a new Director representing employee shareholders, in particular by co-opting such an alternate, in the event of a vacancy.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Extraordinary Shareholders' Meetings, decides to amend Section IV "DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS" of Article 13 "COMPOSITION AND APPOINTMENT OF THE BOARD OF DIRECTORS" of the Company's Articles of Association as follows:

Former wording	New wording
<p>"IV - DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS</p> <p>[.....]</p> <p>1º) Procedures for the appointment of candidates</p> <p>The Director representing employee shareholders will be chosen from a list of candidates appointed as follows.</p> <p>1) when the shares of employee shareholders are held in one or more company mutual funds (FCPE), it is up to each FCPE supervisory board to appoint a candidate from among its members representing the employees who have submitted their candidacy.</p> <p>In the event of a plurality of FCPEs, the Chairman of the Board of Directors may decide to group together the supervisory boards of the FCPEs so that they can appoint a fixed number of candidates that he or she will determine; the candidates are appointed by a majority of the votes cast by the supervisory boards of the FCPEs, each FCPE having a number of votes corresponding to the number of shares of the Company held in the assets of the FCPE.</p> <p>2) when the shares of the employee shareholders are held directly by the employee shareholders and/or the</p>	<p>"IV - DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS</p> <p>[.....]</p> <p>1º) Procedures for the appointment of candidates</p> <p>The Director representing employee shareholders will be chosen from a list of candidates appointed as follows.</p> <p>1) when the shares of employee shareholders are held in one or more company mutual funds (FCPE), it is up to each FCPE supervisory board to appoint a candidate from among its members representing the employees who have submitted their candidacy.</p> <p>In the event of a plurality of FCPEs, the Chairman of the Board of Directors may decide to group together the supervisory boards of the FCPEs so that they can appoint a fixed number of candidates that he or she will determine; the candidates are appointed by a majority of the votes cast by the supervisory boards of the FCPEs, each FCPE having a number of votes corresponding to the number of shares of the Company held in the assets of the FCPE.</p> <p>2) when the shares of the employee shareholders are held directly by the employee shareholders and/or the</p>

<p>voting rights are exercised directly by them, a candidate is appointed by a vote of these employee shareholders.</p> <p>The terms and conditions relating to the organization and timing of the election of the Director representing employee shareholders not specified by the legislative or regulatory provisions in force or by these Articles of Association are adopted by the Chairman of the Board of Directors, with the option of sub-delegation in a regulation (the "Regulation"). The Regulation will be brought to the attention of the members of the supervisory board of the FCPEs and the employee shareholders as part of the procedure for the appointment of candidates provided for above, by any means.</p> <p>2°) Appointment of the Director representing the employee shareholders by the Ordinary General Meeting</p> <p>The Director representing the employee shareholders is appointed by the Ordinary General Meeting.</p> <p>As many resolutions as there are candidates will be submitted to the vote of the Ordinary General Meeting, with the candidate having received the highest number of votes being appointed as a Director representing the employee shareholders.</p> <p>In the event of a tie, the candidate appointed as a Director representing employee shareholders will be determined on the basis of the following criteria:</p> <ul style="list-style-type: none"> – the candidate with the longest seniority within the Company or its affiliated companies within the meaning of Article L.225-180 of the French Commercial Code; and failing that, – the oldest candidate. <p>3°) Mandate of the Director representing</p>	<p>voting rights are exercised directly by them, a candidate is appointed by a vote of these employee shareholders.</p> <p>3) <u>each candidacy must include one principal candidate and, where possible, one or more alternate candidates.</u></p> <p>The terms and conditions relating to the organization and timing of the election of the Director representing employee shareholders not specified by the legislative or regulatory provisions in force or by these Articles of Association are adopted by the Chairman of the Board of Directors, with the option of sub-delegation in a regulation (the "Regulation"). The Regulations will be brought to the attention of the members of the supervisory board of the FCPEs and the employee shareholders as part of the procedure for the appointment of candidates provided for above, by any means.</p> <p>2°) Appointment of the Director representing the employee shareholders by the Ordinary General Meeting</p> <p>The Director representing the employee shareholders is appointed by the Ordinary General Meeting.</p> <p>As many resolutions as there are candidates will be submitted to the vote of the Ordinary General Meeting, with the candidate having received the highest number of votes being appointed as a Director representing the employee shareholders.</p> <p>In the event of a tie, the candidate appointed as a Director representing employee shareholders will be determined on the basis of the following criteria:</p> <ul style="list-style-type: none"> – the candidate with the longest seniority within the Company or its affiliated companies within the meaning of Article L.225-180 of the French Commercial Code; and failing that, – the oldest candidate. <p>3°) Mandate of the Director representing</p>
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<p>employee shareholders</p> <p>The term of office of the Director representing employee shareholders is four years. His or her duties shall end at the end of the Ordinary General Meeting held to approve the financial statements for the financial year just ended, convened in the year in which the term of office expires.</p> <p>A subsequent fall below the threshold of 3% of the Company's share capital after the appointment of the Director representing employee shareholders will have no effect on his or her term of office.</p> <p>The Director representing the employee shareholders will be deemed to have resigned (i) in the event of loss of his/her status as an employee of the Company or of an affiliated company within the meaning of Article L.225-180 of the French Commercial Code, (ii) in the event of loss of his/her status as a shareholder of the Company or (iii) in the event of loss of his/her status as a member of the supervisory board of an FCPE. This compulsory resignation will take effect on the date on which the Director representing the employee shareholders has ceased to be an employee or shareholder (or alternatively a member of the supervisory board of the FCPE)."</p>	<p>employee shareholders</p> <p>The term of office of the Director representing employee shareholders is four years. His or her duties shall end at the end of the Ordinary General Meeting held to approve the financial statements for the financial year just ended, convened in the year in which the term of office expires.</p> <p>A subsequent fall below the threshold of 3% of the Company's share capital after the appointment of the Director representing employee shareholders will have no effect on his or her term of office.</p> <p>The Director representing the employee shareholders will be deemed to have resigned (i) in the event of loss of his/her status as an employee of the Company or of an affiliated company within the meaning of Article L.225-180 of the French Commercial Code, (ii) in the event of loss of his/her status as a shareholder of the Company or (iii) in the event of loss of his/her status as a member of the supervisory board of an FCPE. This compulsory resignation will take effect on the date on which the Director representing the employee shareholders has ceased to be an employee or shareholder (or alternatively a member of the supervisory board of the FCPE).</p> <p><u>In the event of a vacancy, for any reason whatsoever, of the Director representing employee shareholders, the Board of Directors may proceed with the provisional appointment of a new Director representing employee shareholders. The Board of Directors may co-opt either (i) one of the alternates of the Director representing the employee shareholders, or (ii) if there is not alternate or if the alternate cannot be co-opted, a new candidate appointed in accordance with the procedures described in 1°) above."</u></p>
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[Ordinary Shareholders' Meeting](#)

Resolution 22: Powers to carry out formalities

Summary of Resolution 22:

Purpose:

Granting of the powers to carry out the formalities required following the Shareholders' Meeting.

The Shareholders' Meeting, deliberating under the quorum and majority conditions required for Extraordinary Shareholders' Meetings, grants full powers to the bearer of the original or copy of the minutes of this Shareholders' Meeting to carry out all filings and other formalities as required.