



LA FRANCAISE DE L'ENERGIE

Limited company with capital of €5,231,885.

Head office: Avenue du District, ZAC de Pontpierre, 57380 Pontpierre, France
501 152 193 R.C.S Metz

NOTICE OF MEETING

The Shareholders of **LA FRANCAISE DE L'ENERGIE** are hereby notified that a Combined Annual General Meeting will be held on **December 18th, 2024 at 3 p.m.** at the law firm **LPA - CGR avocats, 136 avenue des Champs-Élysées, 75008 PARIS**, in order to deliberate on the agenda indicated below.

MESSAGE FROM THE CHAIRMAN

Dear Sir/Madam, Dear Shareholders,

The year 2024 represents an important milestone in the global energy transition. With the increasing challenges of climate change, it is imperative that all of us - citizens, businesses, governments - work together towards a sustainable energy future. Achieving carbon neutrality by 2050 is achievable, but it requires greater collective mobilization, collaboration between the public and private sectors, and greater awareness from the European authorities of the need to drastically reduce administrative delays for energy projects. We cannot afford to lose any more ground to economic powers such as the USA or China.

La Française de l'Énergie (FDE) begins this year with a clear vision: to make the energy transition a concrete success, by offering innovative solutions to meet the growing need for stable, affordable and decarbonized energy. Our commitment to reducing our carbon footprint remains intact, and our projects in renewable natural gas (RNG), Bio-CO₂ and hydrogen illustrate our determination to be at the forefront of this transformation.

Our collaboration in the REGALOR program, which explores the potential of natural hydrogen in France, opens up exciting new prospects for diversifying the European energy mix and meeting climate targets. This initiative establishes FDE as a key player in the development of this revolutionary energy.

The acquisition of Greenstat ASA, a Norwegian company specialized in green hydrogen and renewable energies, strengthens our strategic positioning. Thanks to this acquisition, we benefit not only from a unique expertise in green hydrogen, but also from a portfolio of large-scale projects in Norway, including the facility at Agder in southern Norway, which will produce 8 tons of green hydrogen per day by the end of 2026.

At the same time, we are stepping up our commitment to CO₂ capture and storage through innovative solutions developed in collaboration with industrial and scientific players. These advances testify to our determination to play a major role in the fight against climate change, and to provide concrete answers to the challenges of decarbonizing industry.

The year 2024 was also marked by a consolidation of FDE's activities, with annual sales of €34.1 million (including the full consolidation of Drin Energija and its 45 MW solar farm), down slightly due to the volatility of energy prices and administrative delays in obtaining the necessary permits for our abandoned mine methane projects in France. However, our Group remains solid and determined to achieve its ambitious targets for 2030: sales exceeding €175 million, EBITDA over €85 million, and an ecological impact enabling us to avoid 20 million tons of CO₂ eq per year. These objectives are essential to establish FDE as a leader in the energy transition.

I would like to warmly thank our teams for their commitment and expertise. Their day-to-day work is a crucial driving force behind our success and opens the doors to a more sustainable energy future. Thanks to this collective dynamic, FDE will continue to innovate, adapt and meet the energy challenges of tomorrow.

I am counting on your support and active participation to accompany FDE through this ambitious development. I look forward to seeing you at the Annual General Meeting on December 18th.

Thank you for your loyalty and trust.

Chairman of the Board of Directors,

Julien MOULIN

FDE'S CSR COMMITMENTS

Local energy: a lever for sustainable development

The development of local energies through short circuits is an essential driver for the sustainable development of territories, facilitating an effective climate transition. This is the fundamental mission and objective of FDE: developing local resources to offer energy solutions with a positive impact, thereby reducing the carbon footprint of the energy used in the areas concerned.

Since its inception, the Group has taken a pragmatic and innovative approach to energy issues, focusing on tangible results rather than distant promises. Until now, FDE has demonstrated its commitment by producing energy that reduces greenhouse gas emissions relative to the French energy mix. Thanks to a pragmatic approach, the Group continuously measures the environmental impact of its activities. Indeed, with 22.5 MW of installed power generation capacity, FDE has avoided more than 3.5 million tons of CO₂ eq, a record impact at its main existing production sites in Belgium and France.

For FDE, aligning the Group's core values and daily operations with its climate ambitions is crucial for its teams and stakeholders in the regions where it operates.

A clear and measurable climate ambition

FDE's long-term objective is to maintain its status as a producer with a negative carbon footprint. Thanks to its low-carbon energy solutions, in particular the capture and recovery of gas abandoned mine methane from former mining basins, the Group stands out as one of the few producers with a negative carbon footprint in France and Europe.

Mine gas, mainly composed of methane, has a Global Warming Potential (GWP) 82.5 times greater than CO₂ over 20 years, according to the latest IPCC report. With the current portfolio, FDE contributes to avoiding more than 3.5 million tons of CO₂ eq every year, based on the Inéris 2019 Certification, updated with a Global Warming Potential of 82.5 (AR6 - IPCC) and including the Béthune and Avion sites (FDE extrapolation) and the Université Polytechnique de Mons 2022 Study.

In 2024, the commitment and efforts of our employees enabled the Group to maintain a negative carbon footprint for eight years in a row.

FDE has set itself a key objective: to avoid **more than 20 million tons of CO₂ eq emissions per year by 2030, equivalent to the emissions of more than 3 million inhabitants of the European Union according to the latest World Bank statistics**. To achieve carbon neutrality, the Group is counting on a significant production of essential low-carbon energies, namely electricity, gas, hydrogen and heat, combined with the development of its CO₂ capture, storage and recovery capacity.

An investment process aligned with our environmental strategy

FDE is not content with its own performance. The Group encourages its subcontractors, partners, suppliers and customers to adopt decarbonization practices, integrating these objectives into its contracts and calls for tender. By 2030, FDE aims to measure and reduce scopes 1, 2 and 3 emissions across its entire ecosystem.

In addition, all of FDE's activities, whether in production or under development (abandoned mine methane, solar, RNG, hydrogen, CO₂, etc.), are aligned with the European objective of Net Zero by 2050, as well as with the European taxonomy, which classifies environmentally friendly economic activities.

With nearly €100M of green bonds issued since 2021, the Group's investment decision-making process incorporates the climate change impact of each project, ensuring that each initiative contributes to the

climate goals of carbon neutrality by 2050.

Finally, the main capital expenditure planned over the next few years to meet these environmental targets is c.€30 million to develop more sites to recover abandoned mine methane in the form of electricity and heat in France and Belgium.

In addition, the Group plans to invest €50 million in the construction of solar farms in Europe and Norway, €120 million in the production of RNG, mainly in Norway, and €40 million in the production of hydrogen by electrolysis in Norway.

AGENDA

Ordinary agenda

1. Approval of the company accounts for the financial year ending June 30th, 2024;
2. Approval of the consolidated accounts for the financial year ending June 30th, 2024;
3. Allocation of the result for the financial year ending June 30th, 2024;
4. Approval of the regulated agreements referred in articles L.225-38 et seq. of the French Commercial Code;
5. Approval of the information relating to the remuneration of corporate officers for the financial year ending June 30th, 2024 referred to in I of Article L. 22-10-9 of the Commercial Code;
6. Approval of the remunerations due or awarded to the Chairman of the Board of Directors of the Company for the financial year ending June 30th, 2024;
7. Approval of the remunerations due or awarded to the Chief Executive Officer of the Company for the financial year ending June 30th, 2024;
8. Approval of the remuneration policy for the Chairman of the Board of Directors;
9. Approval of the remuneration policy for the Chief Executive Officer;
10. Approval of the remuneration policy for Directors and defining the annual amount of remuneration allocated to the Directors;
11. Authorization to be granted to the Board of Directors to trade in the Company's shares;
12. Approval of CSR commitments;

Extraordinary agenda

13. Authorization to be granted to the Board of Directors to reduce the share capital by cancelling treasury shares;
14. Delegation of authority to the Board of Directors to decide to increase the share capital, by issuing – with preferential subscription rights – shares and/or securities giving access to the share capital or giving the right to allocate debt securities;
15. Delegation of authority to the Board of Directors to issue ordinary shares and/or securities giving immediate or future access to ordinary shares of the Company, without shareholder's subscription rights, in the context of a public offering (other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code);
16. Delegation of authority to the Board of Directors to issue ordinary shares and/or securities giving immediate or future access to ordinary shares of the Company, without shareholders' preferential subscription rights, in the context of a public offering referred to in article L. 411-2, paragraph 1 of the Monetary and Financial Code, aimed exclusively at qualified investors and/or a limited circle of investors;
17. Delegation of authority to be granted to the Board of Directors to decide to increase the share capital by issuing shares and/or securities carrying rights giving access to the share capital or giving the right to the allocation of debt securities, without cancellation of the preferential subscription right for categories of beneficiaries;
18. Delegation of authority to be granted the Board of Directors for increasing the amount of issues carried out with maintenance or cancellation of the shareholder's preferential subscription right, pursuant to the fourteenth, fifteenth, sixteenth and seventeenth resolutions;
19. Authorization to be granted to the Board of Directors to set the price of issues of ordinary shares or securities that are capital securities giving access or giving the right to the allocation of debt securities, or securities giving access to equity securities to be issued, carried out by way of a public offering or an offer referred to in Article L.411-2 of the Monetary and Financial Code, with cancellation of shareholders' preferential subscription rights;
20. Delegation of powers to be granted to the Board of Directors for deciding on the issue of ordinary shares or securities giving access to the share capital of the Company, with cancellation of the shareholder's preferential subscription right, in remuneration of contributions in kind granted to the Company;
21. Authorisation to be granted to the Board of Directors to increase the share capital by issuing capital securities or other securities that are capital securities giving access to other capital

securities of the Company or giving the right to the allocation of debt securities, or securities giving access to capital securities to be issued, with cancellation of the preferential subscription right for the members of a savings plan.

22. Delegation of authority to be granted to the Board of Directors for deciding on an increase in the share capital by incorporation of premiums, reserves, profits or other items whose capitalisation would be permitted;
23. Powers for formalities.

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DRAFT RESOLUTIONS

1. Resolutions within the authority of the Ordinary General Meeting

First resolution (Approval of the company accounts for the financial year ending June 30th, 2024)

The General Meeting of shareholders, under the conditions required for Ordinary General Meetings, as regarded to quorum and majority, having considered the reports of the Board of Directors and of the Statutory Auditors on the annual accounts for the financial year ending June 30th, 2024, approves the company accounts, namely the balance sheet, the income statement and the notes thereto, for the financial year ending June 30th, 2024 as presented to it, showing a net result of 12,231,102 euros, as well as the transactions reflected in these accounts and summarised in these reports.

Furthermore, the General Meeting of shareholders, ruling in application of Article 223 Quater of the General Tax Code, notes the existence of non-tax-deductible expenses and charges referred to in Article 39(4) of the General Tax Code, for which it approves the amount of 7,894 euros.

Second resolution (Approval of the consolidated accounts for the financial year ending June 30th, 2024)

The General Meeting of shareholders, under the conditions required for Ordinary General Meetings as to quorum and majority, having considered the reports of the Board of Directors and of the Statutory Auditors on the consolidated accounts for the financial year ending June 30th, 2024, approves the consolidated accounts, namely the balance sheet and income statement, for the financial year ending June 30th, 2024, as presented to it, showing a group net profit of 9,721,222, as well as the transactions reflected in these accounts and summarized in these reports.

Third resolution (Allocation of the result for the financial year ending June 30th, 2024)

The General Meeting of shareholders, under the conditions required for Ordinary General Meetings as regards to quorum and majority, having considered the report of the Board of Directors, decides to allocate the result of the financial year ending June 30th, 2024, amounting to 12,231,102 euros, in full to retained earnings, thereby increasing the balance from -6,155,666 euros to 6,075,437 euros.

In accordance with the provisions of Article 243 bis of the General Tax Code, it is specified that no dividend has been distributed for the last three years.

Fourth resolution (Approval of the regulated agreements referred to in Articles L. 225-38 et seq. of the Commercial Code)

The General Meeting of shareholders, under the conditions required for Ordinary General Meetings as regards to quorum and majority, having considered the report of the Board of Directors and the special report drawn up by the Statutory Auditors on the agreements referred to in Articles L.225-38 et seq. of the Commercial Code, hereby approves the said report in its entirety, and takes note of the information relating to the agreements entered into during the previous financial years.

Fifth resolution (Approval of the information relating to the remuneration of corporate officers for the financial year ending June 30th, 2024, referred to in I of Article L. 22-10-9 of the Commercial Code)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, having taken note of the section on corporate governance drawn up in application of the provisions of Articles L. 225-37 and L. 22-10-8 et seq. of the Commercial Code and contained in the management report drawn up by the Board of Directors in application with Article L. 22-10-34 of the Commercial Code, approves the information published pursuant in application of I of Article L. 22-10-9 of the Commercial Code, as presented in the management report drawn up by the Board of Directors - Chapter 5 "Corporate governance" Section 13.2 "Information concerning compensation due or granted to corporate officers".

Sixth resolution (Approval of the remunerations due or awarded to the Chairman of the Board of Directors of the Company for the financial year ending June 30th, 2024)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, in accordance with Article L. 22-10-34 of the French Commercial Code, having taken note of the section on corporate governance drawn up in application of the provisions of Articles L. 225-37 et seq. of the Commercial Code and contained in the management report drawn up by the Board of Directors, approves the fixed, variable and exceptional components of the total remuneration and benefits of all kinds paid during the financial year ending June 30th, 2024 or awarded in respect of the same year to Mr. Julien Moulin, Chairman of the Board of Directors, as detailed in the management report prepared by the Board of Directors - Chapter 5 "Corporate governance" Section 13.2 "Information concerning compensation due or awarded to corporate officers".

Seventh resolution (Approval of the remunerations due or awarded to the Chief Executive Officer of the Company for the financial year ending June 30th, 2024)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, in accordance with Article L. 22-10-34 of the French Commercial Code, having taken note of the section on corporate governance drawn up in application of the provisions of Articles L. 225-37 et seq. of the Commercial Code and contained in the management report drawn up by the Board of Directors, approves the fixed, variable and exceptional components of the total remuneration and benefits of all kinds paid during the financial year ending June 30th, 2024 or awarded in respect of the same year to Mr. Antoine Forcinal, Chief Executive Officer, as detailed in the management report drawn up by the Board of Directors - Chapter 5 "Corporate governance" Section 13.2 "Information concerning compensation due or awarded to corporate officers".

Eighth resolution (Approval of the remuneration policy for the Chairman of the Board of Directors)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, having taken note of the information contained in the section on corporate governance in the management report drawn up by the Board of Directors, pursuant to Article L. 22-10-8 of the Commercial Code, approves the remuneration policy for the Chairman of the Board of Directors, as presented in the management report - Chapter 5 "Corporate Governance", Section 13 "Information concerning the compensation of corporate officers".

Ninth resolution (Approval of the remuneration policy of the Chief Executive Officer)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, having taken note of the information contained in the section on corporate governance in the management report drawn up by the Board of Directors, pursuant to Article L. 22-10-8 of the Commercial Code, approves the remuneration policy for the Chief Executive Officer, as presented in the management report - Chapter 5 "Corporate Governance", Section 13 "Information concerning the

remuneration of corporate officers".

Tenth resolution (Approval of the remuneration policy for Directors and defining the annual amount of remuneration allocated to the Directors)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, having taken note of the information contained in the section on corporate governance in the management report drawn up by the Board of Directors, pursuant to Article L. 22-10-8 of the Commercial Code, approves the remuneration policy for Directors, and as presented in the management report - Chapter 5 "Corporate Governance", Section 13 "Information concerning the compensation of corporate officers".

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, having taken note of the report of the Board of Directors, decides to set the maximum total annual amount of remuneration allocated in the form of attendance fees to the members of the Board of Directors for the year beginning July 1st, 2024 at €75,000 (seventy-five thousand euros).

This sum shall be distributed in accordance with the rules of procedure of the Board of Directors. This decision will be maintained, and the same maximum amount allocated to the Board of Directors, for subsequent financial years until a new decision is taken by the General Meeting.

Eleventh resolution (Authorization to be granted to the Board of Directors to trade in the Company's shares)

The General Meeting of Shareholders, under the conditions required for Ordinary General Meetings as regards to quorum and majority, having taken note of the report of the Board of Directors, decides to authorise the Board of Directors, with the possibility of sub-delegation, in accordance with the provisions of Articles L. 22-10-62 et seq. of the Commercial Code, Articles 241-1 to 241-6 of the General Regulations of the AMF (French Financial Markets Regulator) and the European regulations applicable to market abuse, to acquire or arrange for the acquisition of shares in the Company with a view to, in descending order of priority:

- ensuring liquidity and activity in the market for the shares of the Company through an investment services provider, acting independently under a liquidity agreement and in accordance with a code of ethics recognised by the AMF;
- fulfilling obligations relating to stock option grants, bonus share grants or other grants, allocations or sales of shares to employees or officers of the Company or an associated company, and carrying out any hedging operations relating to such transactions, under the conditions provided for by the market authorities and at the times when the Board of Directors or the person acting on behalf of the Board of Directors shall act;
- covering the Company's commitments in respect of rights with cash payments relating to rises in the stock market price of the Company's share, granted to employees and corporate officers of the Company or an associated company;
- holding and subsequently using the Company's shares in exchange or as payment for external growth transactions, in accordance with recognised market practices and applicable regulations;
- remitting shares in the Company for the exercise of rights attached to securities giving access by any means, immediately or in the future, to shares in the Company;
- cancelling all or part of the shares thus redeemed, under the conditions provided for by law, subject to authorisation by the Extraordinary General Meeting;
- any other practice that may be permitted or recognised by law or by the AMF or any other objective that complies with the regulations in force.

The acquisition, sale or transfer of shares may be effected or paid for by any means, on the market or over the counter, including by means of block trades or public offerings, option mechanisms, derivatives, purchase of options or securities in accordance with applicable regulatory conditions. The portion of the programme carried out in the form of a block may reach the entirety of the share

redemption.

This authorization may be used under the following conditions:

- the maximum number of shares that the Company may acquire under this resolution may not exceed 10% of the shares constituting the share capital at the date of completion of the redemption of the Company's shares;
- the number of shares acquired by the Company for holding and subsequent use as payment or exchange in the context of a merger, demerger or contribution may not exceed 10% of the share capital;
- the maximum aggregate amount intended for the redemption of the Company's shares may not exceed €50 million;
- the maximum purchase price per Company share is set at 80 euros, it being specified that in the event of a capital transaction, in particular by incorporation of reserves and allocation of free shares, division or regrouping of shares, this maximum purchase price will be adjusted accordingly by a multiplying coefficient equal to the ratio between the number of shares constituting the capital before the transaction in question and the number of shares after the said transaction.
- Any share buyback will not reduce consolidated cash and cash equivalents below €15 million.

The shares redeemed and held by the Company will be stripped of voting rights and will not be entitled to the payment of dividends.

The Board of Directors may not, without the prior authorization of The General Meeting, continue to implement its share buyback program from the time a third party makes a public offer for the Company's shares until the end of the offer period.

Full powers are granted to the Board of Directors, with the option to delegate these powers to any person in accordance with legal and regulatory provisions, to carry out this share buyback program, and in particular to place any stock market orders, enter into any agreements for the keeping of share purchase and sale registers, make all declarations to the AMF and all other bodies, draw up all documents, in particular information documents, allocate and, where applicable, reallocate, under the conditions provided for by law, the shares acquired for the various purposes, carry out all formalities and, in general, do all that is necessary.

This authorization is granted for a period of 26 months from the date of this Shareholders' Meeting.

This authorization supersedes the authorization granted in the thirteenth resolution by the Combined General Meeting of Shareholders of November 30th, 2023.

The Board of Directors shall inform the General Meeting each year about the transactions carried out under this resolution, in accordance with Article L.225-211 of the Commercial Code.

Twelfth resolution (approval of CSR commitments)

The General Meeting, under the conditions required for ordinary general meetings as regards to quorum and majority, gives a favourable opinion on the Company's CSR commitments and in particular its objective of avoiding, through its activities, more than 20 million tons of CO₂ eq emissions per year into the atmosphere by 2030, as presented in the notice of meeting brochure.

2. Resolutions within the authority of the Extraordinary General Meeting.

Thirteenth resolution (Authorization to be granted to the Board of Directors to reduce the share capital by cancelling treasury shares)

The General Meeting, under the conditions required for Extraordinary Meetings as regards to quorum and majority, having taken note of the report of the Board of Directors and the special report of the

Statutory Auditors, authorises the Board of Directors to reduce the share capital, on one or more occasions, in the proportions and at the times it shall decide, by cancelling any number of treasury shares it shall decide, within the limits authorised by law, in accordance with the provisions of Articles L. 22-10-62 et seq. of the Commercial Code and L. 225-213 of the same Code. The maximum number of shares that may be cancelled by the Company under this authorisation, during a period of twenty-four months, is ten per cent (10%) of the shares constituting the share capital of the Company, at any time, it being reiterated that this limit applies to an amount of the share capital of the Company that will be adjusted, where appropriate, to take into account transactions affecting the share capital subsequent to this General Meeting. The General Meeting confers all powers on the Board of Directors, with the option of delegation, to carry out the capital reduction(s) and cancellation(s) that may be carried out under this authorisation, to charge the difference between the redemption value of the cancelled shares and the nominal value to the premiums and available reserves of its choice, to allocate the fraction of the legal reserve that has become available as a result of the capital reduction, to amend the Articles of Association accordingly and to carry out all formalities. This authorisation is granted for a period of 18 months from the date of this Meeting.

It cancels with effect from this day any unused portion of any previous delegation to the Board of Directors for the purpose of reducing the share capital by cancelling treasury shares.

Fourteenth resolution (Delegation of authority to the Board of Directors to decide to increase the share capital by issuing – with preferential subscription rights – shares and/or securities giving access to the share capital or giving right to the allocation of debt securities)

The General Meeting, under the conditions required for extraordinary general meetings as regards to quorum and majority, after having taken note of the report of the Board of Directors and the special report of the Statutory Auditors, after having noted that the share capital has been fully paid up and voting in accordance with the provisions of Articles L. 225-129 et seq. of the Commercial Code, and in particular Articles L. 225-129-2, L. 225-132 to L. 225-134, L. 228-91 and L. 228-92 of the Commercial Code:

(a) delegates to the Board of Directors, with the option of sub-delegation to any person authorized in accordance with the legal and regulatory provisions, its power to decide on the issue, on one or more occasions, in the proportions and at the times it deems fit, both in France and abroad, in Euros, foreign currencies or units of account fixed by reference to several currencies, of (i) ordinary shares or (ii) securities that are capital securities giving access, immediately or in the future, to other capital securities of the Company or of a company in which it directly or indirectly owns more than half of the capital, or giving the right, immediately or in the future, to the allocation of debt securities, or (iii) securities giving access, immediately or in the future, to capital securities to be issued by the Company or by a company in which it directly or indirectly owns more than half of the capital, which may be subscribed for in cash, in particular by offsetting liquid and payable debts, or partly in cash and partly by incorporation of reserves, profits or issue premiums;

(b) decides that issues of preference shares and securities giving access by any means, immediately or in the future, to preference shares are expressly excluded from this delegation of authority;

(c) decides that the maximum nominal amount of the capital increases that may be carried out immediately and/or in the future under this delegation is set at 1,050,000 euros, it being specified that:

- the nominal amount of the capital increases that may be carried out under this delegation, as well as under the fifteenth, sixteenth, seventeenth, nineteenth, twentieth, twenty-first and twenty-second resolutions submitted to this General Meeting, may not exceed this total amount of 1,050,000 euros;
- any additional nominal value of ordinary shares to be issued to preserve the rights of holders of securities or other rights giving access to the Company's capital, in accordance with the law and any applicable contractual provisions providing for other cases of adjustment;

(d) decides that the nominal amount of debt securities that may be issued under this authorization may not exceed 50,000,000 euros, it being specified that:

- the amount of all debt securities that may be issued under this resolution and the fifteenth, sixteenth, seventeenth, nineteenth, twentieth and twenty-first resolutions submitted to this General Meeting may not exceed this total amount of 50,000,000 euros;
- this limit does not apply to debt securities whose issue would be decided or authorized by the Board of Directors in accordance with Article L.228-40 of the Commercial Code, or to other debt securities referred to in the last paragraph of Articles L.228-92, L.228-93 and L.228-94 of the French Commercial Code, or in accordance with Article L.228-36-A of the French Commercial Code;
- this limit will be increased, where applicable, by any redemption premium in excess of the par value;

(e) decides that, in accordance with the legal provisions and under the conditions set by the Board of Directors, the shareholders have, in proportion to the number of their shares, a preferential subscription right as of right to the ordinary shares, to the securities that are capital securities giving access to other capital securities of the Company or giving the right to the allocation of debt securities, as well as to the securities giving access to capital securities to be issued, issued by virtue of this delegation of authority. The Board of Directors may grant the shareholders a preferential subscription right on a reducible basis, which shall be exercised in proportion to their subscription rights and, in any event, up to the amounts requested by them.

If the subscriptions as of right and, if applicable, in respect of excess shares, have not absorbed the entire issue of shares, securities that are capital securities giving access to other capital securities of the Company or giving the right to the allocation of debt securities, as well as securities giving access to capital securities to be issued by the Company, decided upon in application of this delegation, the Board of Directors may use, in the order it deems appropriate, one or more of the options offered by Article L. 225-134 of the Commercial Code, namely:

- limit, if necessary, the issue to the amount subscribed provided that this is at least three-quarters of the amount of the issue initially decided;
- freely distribute all or part of the unsubscribed securities among persons of its choice; or
- offer all or part of the unsubscribed shares to the public;

(f) notes that this delegation automatically entails the waiver by the shareholders of their preferential subscription rights to the capital securities to which these securities entitle them, in favor of the holders of the securities giving access to the Company's capital securities;

(g) decides that warrants to subscribe for shares in the Company may be issued either by cash subscription under the conditions provided for above, or by free allocation to the owners of old shares. In the event of a free allocation of detachable warrants, the Board of Directors shall have the option decide that fractional allocation rights shall not be negotiable and that the corresponding securities shall be sold;

(h) decides that the Board of Directors shall have full powers, with the option of sub-delegation to any authorised person, in accordance with the legal and regulatory provisions, to implement this delegation and, in particular, to:

- decide on the issue of securities and determine the terms of any issue, in particular the amount, the dates, the issue price, the terms of payment, the date of entitlement to dividends (with a possible retroactive date of entitlement to dividends), the terms by which the securities issued on the basis of this delegation will give access to capital securities of the Company.
- determine the nature, number and characteristics of the securities to be issued (including, where applicable, the rights of conversion, exchange, redemption, including by delivery of assets of the Company, attached to the shares or securities giving access to the capital to be issued) and, where

- the securities to be issued will consist of or be associated with debt securities, their duration (fixed or open-ended) their subordinated or non-subordinated nature (and, where applicable, the rank of subordination), their remuneration, the compulsory or optional cases of suspension or non-payment of interest, the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including the granting of guarantees or securities) and of redemption (including redemption by delivery of assets of the Company); modify, during the life of the securities concerned, the characteristics referred to above, in compliance with the applicable formalities;
- set the terms under which the Company shall have the right to purchase or exchange on the stock exchange, as the case may be, at any time or during specific periods, the securities issued or to be issued immediately or in the future with a view to cancelling them or not, taking into account the applicable legal provisions;
 - provide for the possibility of suspending the exercise of the rights attached to these securities in accordance with the legal and regulatory provisions;
 - determine and make all adjustments intended to take into account the impact of transactions on the Company's share capital, and determine all other terms to ensure, where applicable, the preservation of the rights of holders of securities or other rights giving access to the share capital.
 - at its sole initiative, charge the costs of the capital increase against the amount of the premiums relating thereto and deduct from this amount the sums necessary to fund the legal reserve; and
 - to take all useful measures and conclude all agreements for implementing this delegation, in particular with a view to the successful completion of the planned issues and to note their completion and to amend the articles of association, as well as to proceed with all formalities and declarations useful for the issue, listing and financial service of the securities issued under this delegation as well as the exercise of the rights attached thereto, and to request all authorisations that may be necessary for the execution and successful completion of these issues;
- (i) decides that this delegation is granted for a period of 26 months from the date of this General Meeting.

Fifteenth resolution (Delegation of authority to the Board of Directors to issue ordinary shares and/or securities giving immediate or future access to ordinary shares of the Company, without shareholders' preferential subscription rights, in the context of a public offering (other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code).

The General Meeting, under the conditions required for extraordinary general meetings as regards to quorum and majority, after having taken note of the report of the Board of Directors and the special report of the Statutory Auditors, after having noted that the share capital has been fully paid up and voting in accordance with the provisions of Articles L. 225-129 et seq. of the Commercial Code, and in particular Articles L.225-129-2, L.225-135, L. 22-10-51, L. 22-10-52, L. 228-92 et seq. of the Commercial Code:

- (a) delegates to the Board of Directors its authority, with the option of sub-delegation to any authorised person in accordance with the legal and regulatory provisions, to decide on the issue, by way of a public offer as defined in Articles L.411-1 et seq. of the Monetary and Financial Code (other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code), including for an offer including a public offer, on one or more occasions, in the proportions and at the times it deems appropriate, both in France and abroad, in euros, foreign currencies or units of account set by reference to several currencies, to issue (i) ordinary shares or (ii) securities which are equity securities giving access, immediately or in the future to other capital securities of the Company or a company of which it directly or indirectly owns more than half of the capital, or giving the right, immediately or in the future, to the allocation of debt securities, or (iii) securities giving access, immediately or in the future, to capital securities to be issued by the Company or by a company of which it directly or indirectly owns more than half of the capital, which may be subscribed for in cash, in particular by offsetting liquid and payable debts;
- (b) decides that issues of preference shares and securities giving access by any means, immediately or in the future, to preference shares are expressly excluded from this delegation of authority;

- (c) decides that the maximum nominal amount of capital increases that may be carried out immediately and/or in the future pursuant to this authorization is set at 525,000 euros, it being specified that :
- the nominal amount of capital increases that may be carried out under this authorization will be deducted from the overall nominal ceiling of 1,050,000 euros set in the fourteenth resolution above;
 - to this ceiling shall be added, where applicable, the additional nominal amount of ordinary shares to be issued in order to preserve, in accordance with the law and any applicable contractual provisions providing for other cases of adjustment, the rights of holders of securities or other rights giving access to the Company's capital;
- (d) decides that the nominal amount of debt securities that may be issued under this authorization may not exceed €25,000,000 or the equivalent value in euros of this amount on the issue date, it being specified that :
- this ceiling will be increased, where applicable, by any redemption premium above par;
 - this ceiling does not apply to debt securities the issue of which may be decided or authorized by the Board of Directors in accordance with Article L.228-40 of the French Commercial Code, or to other debt securities covered by the final paragraphs of Articles L.228-92, L.228-93 and L.228-94 of the French Commercial Code, or under the conditions set out in Article L.228-36-A of the French Commercial Code; and
 - This amount is to be deducted from the overall ceiling of 50,000,000 euros for the issue of debt securities set in the fourteenth resolution above;
- (e) decides to cancel the shareholders' preferential subscription right to the securities likely to be issued under this delegation, while leaving to the Board of Directors the power to grant to the shareholders a priority right as of right and/or in respect of any excess securities not resulting in the creation of negotiable rights, pursuant to the provisions of Article L.225-135 of the Commercial Code;
- (f) notes that this delegation entails the waiver by shareholders of their preferential subscription rights to the capital securities of the Company to which the securities to be issued on the basis of this delegation entitle them;
- (g) decides that, without prejudice to the terms of the nineteenth resolution below:
- the issue price of the new shares will be set in accordance with the legal provisions applicable on the issue date (as of today, pursuant to Article R.22-10-32 of the French Commercial Code, the weighted average of the Company's share prices over the last three trading sessions on the regulated market of Euronext in Paris preceding the setting of this price, possibly reduced by a maximum discount of 10%);
 - the issue price of the securities giving access to the Company's capital shall be such that the amount immediately received by the Company, plus any amount that may subsequently be received by it, is, for each share issued as a result of the issue of these securities, at least equal to the issue price defined in the preceding paragraph;
- (h) decides that if subscriptions from shareholders and the public have not absorbed the entire issue of shares or securities giving access to the capital as defined above, the Board of Directors may use, in the order it sees fit, one or more of the following options:
- limit, if necessary the issue to the amount of subscriptions, provided that at least three-quarters of the issue is taken up;
 - freely allocate all or part of the unsubscribed shares among the persons of its choice; or
 - offer all or part of the unsubscribed shares to the public;
- (i) decides that the Board of Directors may use this delegation as consideration for securities contributed to a public exchange offer initiated by the Company for its own shares or the shares of another company, within the limits and subject to the conditions set out in the French Commercial Code;
- (j) decides that the Board of Directors will have full powers, which it may in turn delegate to any duly empowered person in accordance with the law, to implement this authorization and, in particular, to:

- decide on the issue of securities and determine the terms and conditions of any issue, in particular the amount, dates, issue price, terms and conditions of payment, dividend entitlement date (which may be retroactive) and terms and conditions under which the securities issued pursuant to this authorization will give access to shares in the Company;
- determine the nature, number and characteristics of the securities to be issued (including, where applicable, rights to conversion, exchange or redemption, including by delivery of Company assets, attached to the shares or securities giving access to the capital to be issued) and, where the securities to be issued consist of or are associated with debt securities, their term (fixed or perpetual), their subordinated or unsubordinated nature (and, where applicable, their subordination ranking), their remuneration, the compulsory or optional cases of suspension or non-payment of interest, the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including the granting of guarantees or sureties) and redemption (including redemption by delivery of Company assets); amend, during the life of the securities concerned, the characteristics described above, in compliance with the applicable formalities;
- set the terms and conditions under which the Company may, where applicable, purchase or exchange on the stock market, at any time or during specific periods, the securities issued or to be issued immediately or in the future, with a view to cancelling them or not, taking into account the applicable legal provisions;
- provide for the possibility of suspending the exercise of the rights attached to these shares in accordance with legal and regulatory provisions;
- determine and make any adjustments to take account of the impact of transactions affecting the Company's capital, and set any other terms and conditions to ensure that the rights of holders of securities giving access to the capital are preserved, where applicable;
- in the event of the issue of shares as consideration for shares tendered in connection with a public exchange offer, set the exchange ratio and, if applicable, the amount of any cash balance to be paid without the price-setting provisions of paragraph (g) of this resolution being applicable, record the number of shares tendered in exchange, and determine the terms and conditions of the issue;
- at its sole discretion, charge the costs of the capital increase against the related premiums and deduct from this amount the sums required to fund the legal reserve; and
- take all appropriate measures and enter into all agreements in order to implement this authorization, in particular with a view to successfully completing the proposed issues, formally acknowledging their completion and amending the bylaws accordingly, as well as carrying out all formalities and declarations required for the issue, listing and financial servicing of the securities issued pursuant to this authorization and for the exercise of the rights attached thereto, and seeking all necessary authorizations for the completion and successful completion of such issues;

(k) decides that this authorization is granted for a period of 26 months from the date of this Shareholders' Meeting.

Sixteenth resolution (Delegation of authority to the Board of Directors to issue ordinary shares and/or securities giving immediate or future access to ordinary shares of the Company, without shareholders' preferential subscription rights, in the context of a public offering referred to in I° of Article L. 411-2 of the Monetary and Financial Code, aimed exclusively at qualified investors and/or a limited circle of investors)

The General Meeting, under the conditions required for extraordinary general meetings as regards to quorum and majority, after having taken note of the report of the Board of Directors and the special report of the Statutory Auditors, after having noted that the share capital has been fully paid up and voting in accordance with the provisions of Articles L.225-127, L.225-128, L.225-129, L.225-129-2, L.225-135, L.22-10-51, L.22-10-52, R.22-10-32, L. 228-92 et seq. of the Commercial Code and 1° of Article L. 411-2 of the Monetary and Financial Code:

(a) delegates to the Board of Directors, with powers to subdelegate to any duly empowered person in

accordance with the law and regulations, the authority to decide on the issue, by way of an offering governed by article L. 411-2 of the French Monetary and Financial Code (i.e., an offer aimed exclusively at (i) persons providing portfolio management services on behalf of third parties or (ii) qualified investors or a restricted circle of investors, provided that such investors are acting on their own behalf), on one or more occasions, in the proportions and at the times it sees fit, both in France and abroad, in euros, foreign currencies or units of account determined by reference to several currencies, to issue (i) ordinary shares, or (ii) securities which are equity securities giving access, immediately or in the future, to other equity securities of the Company or of a company in which it directly or indirectly owns more than half the capital, or giving immediate or future entitlement to debt securities, (iii) securities giving immediate or future entitlement to equity securities to be issued by the Company or by a company in which it directly or indirectly owns more than half the capital, which may be subscribed for in cash, (iv) shares to be issued following the issue, by the company or companies of which the Company directly or indirectly owns more than half of the share capital, or by the company or companies that directly or indirectly own more than half of its share capital, of securities giving access to shares to be issued by the Company, in accordance with the provisions of Article L.228-93 of the French Commercial Code;

(b) decides that the present delegation of authority expressly excludes issues of preference shares and securities giving immediate or future access by any means to preference shares;

(c) decides that the maximum nominal amount of capital increases that may be carried out immediately and/or in the future pursuant to this authorization is set at 525,000 euros, it being specified that:

- issues of equity securities carried out under this authorization by means of an offer governed by Article L.411-2-1 of the French Monetary and Financial Code may not exceed the limits set by the regulations applicable on the issue date (for information purposes, as at the date of this General Meeting, issues of equity securities carried out by means of an offer governed by Article L.411-2-1 of the French Monetary and Financial Code are limited to 20% of the Company's share capital per year, said share capital being assessed as at the date of the Board of Directors' decision to use this authorization);
- the nominal amount of capital increases that may be carried out under this authorization will be deducted from the overall nominal ceiling of 1,050,000 euros set in the fourteenth resolution above;
- to this ceiling shall be added, where applicable, the additional nominal amount of ordinary shares to be issued to preserve the rights of holders of securities giving access to the Company's capital, in accordance with the law and any applicable contractual provisions providing for other cases of adjustment;

(d) decides that the nominal amount of debt securities that may be issued under this authorization may not exceed 50,000,000 euros, it being specified that:

- this ceiling will be increased, where applicable, by any redemption premium in excess of the par value;
- this limit does not apply to debt securities whose issue would be decided or authorized by the Board of Directors in accordance with article L.228-40 of the French Commercial Code, or to other debt securities covered by articles L.228-40, L.228-92 last paragraph, L.228-93 last paragraph and L.228-94 last paragraph of the French Commercial Code, or under the conditions set out in article L.228-36-A of the French Commercial Code; and
- this amount is to be deducted from the overall ceiling of 50,000,000 euros for the issue of debt securities set in the fourteenth resolution above;

(e) decides to cancel the shareholders' preferential subscription right to the securities likely to be issued under this delegation;

(f) notes that this delegation entails the waiver by the shareholders of their preferential subscription rights to the capital securities of the Company to which the securities to be issued on the basis of this delegation entitle them;

(g) decides that, without prejudice to the terms of the nineteenth resolution below:

- the issue price of the new shares will be set in accordance with the legal provisions applicable on the issue date (as of today, pursuant to Article R.22-10-32 of the French Commercial Code, the weighted average of the prices quoted for the Company's shares during the last three trading sessions on the regulated market of Euronext in Paris prior to the setting of this price, possibly reduced by the maximum discount of 10%);
- the issue price of the securities giving access to the Company's capital shall be such that the amount immediately received by the Company, plus any amount that may subsequently be received by it, is, for each share issued as a result of the issue of these securities, at least equal to the issue price defined in the preceding paragraph;

(h) decides that the Board of Directors will have full powers, which it may in turn delegate to any duly empowered person in accordance with the law, to implement this authorization and, in particular, to:

- decide on the issue of securities and determine the terms and conditions of any issue, in particular the amount, dates, issue price, terms and conditions of payment, dividend entitlement date (which may be retroactive) and terms and conditions under which the securities issued pursuant to this authorization will give access to shares in the Company;
- determine the nature, number and characteristics of the securities to be issued (including, where applicable, rights to conversion, exchange or redemption, including by delivery of Company assets, attached to the shares or securities giving access to the capital to be issued) and, where the securities to be issued consist of or are associated with debt securities, their term (fixed or perpetual), their subordinated or unsubordinated nature (and, where applicable, their subordination ranking), their remuneration, the compulsory or optional cases of suspension or non-payment of interest, the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including the granting of guarantees or sureties) and redemption (including redemption by delivery of Company assets); amend, during the life of the securities concerned, the characteristics described above, in compliance with the applicable formalities;
- set the terms and conditions under which the Company may, where applicable, purchase or exchange on the stock market, at any time or during specific periods, the securities issued or to be issued immediately or in the future, with a view to cancelling them or not, taking into account the applicable legal provisions;
- provide for the possibility of suspending the exercise of the rights attached to these shares in accordance with legal and regulatory provisions;
- determine and make any adjustments to take account of the impact of transactions affecting the Company's capital, and set any other terms and conditions to ensure that the rights of holders of securities giving access to the capital are preserved;
- at its sole discretion, charge the costs of the capital increase against the related premiums and deduct from this amount the sums required to fund the legal reserve; and
- take all appropriate measures and enter into all agreements in order to implement this authorization, in particular with a view to successfully completing the proposed issues, formally acknowledging their completion and amending the bylaws accordingly, as well as carrying out all formalities and declarations required for the issue, listing and financial servicing of the securities issued pursuant to this authorization and for the exercise of the rights attached thereto, and requesting all necessary authorizations for the completion and successful completion of such issues;

(i) decides that this authorization is granted for a period of 26 months from the date of this Shareholders' Meeting.

Seventeenth resolution (Delegation of authority to be granted to the Board of Directors to decide to increase the share capital by issuing shares and/or securities giving access to the share capital or giving the right to the allocation of debt securities, with cancellation of the preferential subscription right for categories of beneficiaries)

The General Meeting, voting on the quorum and majority conditions for Extraordinary Meetings,

having reviewed the Directors' Report and the Statutory Auditors' Special Report, and in accordance with the provisions of articles L.225-129 et seq. of the French Commercial Code, and in particular articles L.225-129-2, L.225-135, L.225-138, L.228-91, L.228-92 et seq. of said Code,

(a) delegate to the Board of Directors, with powers to subdelegate to the Chief Executive Officer, the authority to issue, on one or more occasions, in France or abroad, in the proportions, at the times and on the terms and conditions it sees fit, on the French and/or international markets, without shareholders' preferential subscription rights, in euros or a foreign currency or any other monetary unit established by reference to several currencies, of new shares in the Company and/or any other securities giving immediate or future access, at any time or on a fixed date, to the Company's capital, or of companies that directly or indirectly own more than half of its capital, or of companies in which it directly or indirectly owns more than half of the capital, or giving entitlement to a debt security, by subscription either in cash or by offsetting debts, conversion, exchange or redemption, securities representing receivables may be issued with or without a guarantee, in the forms, at the rates and on the terms and conditions deemed appropriate by the Board of Directors, it being specified that the issue of preference shares is strictly excluded from this authorization,

(b) decides, should the Board of Directors make use of this authorization, to set the following limits on the amounts of the authorized issues:

- the maximum nominal amount of capital increases that may be carried out immediately or in the future under this authorization is set at 525,000 euros (or the equivalent value in euros of this amount on the issue date), it being specified that the total nominal amount of these capital increases will be deducted from the overall nominal ceiling of 1,050,000 euros set in the fourteenth resolution above; to this overall ceiling shall be added, where applicable, the additional nominal amount of ordinary shares to be issued to preserve, in accordance with the law and any applicable contractual provisions providing for other cases of adjustment, the rights of holders of securities or other rights giving access to the Company's capital;
- The aggregate par value of bonds and other debt securities convertible into shares issued under this authorization may not exceed 50,000.000 (or the equivalent value in euros of this amount on the date of the issue decision), it being specified that the total nominal amount of these bonds or other debt securities will be deducted from the overall ceiling applicable to bonds or other debt securities set in the fourteenth resolution above; this ceiling does not apply to debt securities the issue of which may be decided or authorized by the Board of Directors in accordance with Article L.228-40 of the French Commercial Code, or to other debt securities governed by Articles L.228-40 of the French Commercial Code. of the French Commercial Code, nor to the other debt securities referred to in the last paragraphs of Articles L.228-92, L.228-93 and L.228-94 of the French Commercial Code, and this ceiling will be increased, where applicable, by any redemption premium in excess of par;

(c) formally notes and decides, insofar as is necessary, that this delegation of authority automatically entails the express waiver by shareholders of their preferential right to subscribe to the shares to which these securities entitle them, in favor of holders of securities giving immediate or future access to the Company's capital, in accordance with the provisions of Article L.225-132 of the French Commercial Code;

(d) decides that this delegation of authority is granted to the Board of Directors for a period of eighteen (18) months from the date of this Meeting, at which time it will be deemed to have lapsed if the Board of Directors has not made use of it;

(e) decides that the issue of securities under this authorization is reserved for the following categories of persons:

- credit institutions, investment services providers or investment funds undertaking to guarantee the completion of the capital increase(s) (immediate or future) that may be carried out pursuant to this delegation in connection with the establishment of an equity financing line;
- investment companies (including "family offices"), investment funds or collective investment funds, under French or foreign law, investing in the Company's business sector, or in a sector

- similar or complementary to that of the Company;
- companies with a similar or complementary business to that of the Company, in France or in Europe.

The Board of Directors will determine the precise list of beneficiaries of the capital increase(s) and/or issue(s) of securities reserved for this or these category(ies) of persons and the number of securities to be allocated to each of them.

(f) decides that:

- for capital increases, the issue price of the new shares (which will be assimilated to existing shares, as specified in the paragraph below) will be set by the Board of Directors, in accordance with the provisions of Articles L.225-138-II and R.225-114 of the French Commercial Code, and must be at least equal to the volume-weighted average of the last three trading sessions prior to its setting, less a maximum discount of 10% where applicable, after correction of this average in the event of differences in dividend entitlement dates;
- for securities giving access to the capital, the issue price will be set by the Board of Directors in such a way that the sums immediately received by the Company on issue of the securities in question, plus the sums that may subsequently be received by the Company for each share attached to and/or underlying the securities issued, are at least equal to the minimum price stipulated above;
- the conversion, redemption or conversion into shares of any securities giving access to the Company's capital will be effected, taking into account the par value of said securities, in a number of shares such that the amount received by the Company for each share is at least equal to the minimum price referred to above.

However, in the event of the Company's shares being admitted to trading on a regulated market, the minimum price referred to in the three paragraphs above must be at least equal to the minimum price stipulated by the applicable laws and regulations for companies whose shares are admitted to trading on a regulated market.

(g) decides that the new shares issued in respect of the capital increases will be fully assimilated to existing shares and will be subject to all the provisions of the bylaws and to the decisions of the Shareholders' Meetings, and specifies that the transactions referred to in this resolution may be carried out at any time, including during a public tender offer for the Company's shares, in compliance with the applicable laws and regulations,

(h) decides that the Board of Directors will have full powers to implement or not this authorization, as well as to postpone it if necessary, in accordance with the law and subject to the limits and conditions set out above, and in particular to:

- decide on the capital increase and determine the securities to be issued and, in general, decide on issues under this authorization;
- decide on the amount of the capital increase;
- set the issue price and the amount of any premium that may be requested on issue, within the limits set by this resolution;
- determine the dates and terms and conditions of the capital increase, the nature and characteristics of the securities to be created, decide, in the case of bonds or other debt securities giving access to the Company's capital, whether they should be subordinated or not (and, if so, their subordination ranking in accordance with the provisions of article L.228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interest rate or zero coupon or indexed), their term (fixed or perpetual), and the other terms of issue (including the granting of guarantees or sureties) and redemption; such securities may be accompanied by warrants giving entitlement to the allotment, acquisition or subscription of bonds or other debt securities, or take the form of complex bonds as defined by the stock market authorities; amend, during the life of the securities concerned, the above terms and conditions, in compliance with applicable formalities;
- decide, in the event that subscriptions do not absorb the entire issue, to limit the amount of the

capital increase to the amount of subscriptions received, provided that this amount reaches at least three-quarters of the issue decided;

- determine the method of payment for the shares, securities giving access to the capital to be issued or securities to be issued;
- set the terms and conditions for the exercise of rights attached to the shares or securities to be issued and, in particular, set the date, which may be retroactive, from which the new shares (i.e., any underlying securities) will carry dividend rights, determine the terms and conditions for the exercise of rights, where applicable, to conversion, exchange or redemption, including by delivery of Company assets such as shares or securities already issued by the Company, and all other terms and conditions for the completion of the capital increase;
- provide for the possibility of suspending the exercise of the rights attached to these shares in accordance with legal and regulatory provisions for a maximum period of three (3) months;
- at its sole discretion, charge the costs of capital increases against the related premiums and deduct from this amount the sums required to increase the legal reserve to one-tenth of the new capital after each capital increase;
- set, and make all adjustments to take into account, the impact of transactions affecting the Company's capital, in particular in the event of a change in the par value of the share, a capital increase through the capitalization of reserves, the free allotment of shares, a stock split or reverse stock split, the distribution of reserves or any other assets, a capital redemption, or any other transaction affecting shareholders' equity, and set the terms and conditions under which any rights of holders of securities giving access to the capital will be preserved;
- record the completion of each capital increase and amend the bylaws accordingly;
- in general, enter into any and all agreements, in particular with a view to preserving the rights of holders of securities giving immediate or future entitlement to a portion of the share capital, take any and all measures and carry out any and all formalities required for the issue, registration and financial servicing of the securities issued pursuant to this authorization and for the exercise of the rights attached thereto, carry out any and all formalities and declarations, request any and all authorizations that may prove necessary for the successful completion of the issue and, in general, do whatever is necessary.

The final terms and conditions of the transaction will be the subject of a supplementary report, in accordance with the provisions of Article L.225-129-5 of the French Commercial Code, to be drawn up by the Board of Directors when it exercises the authority delegated to it by this General Meeting. The Statutory Auditor will also prepare a supplementary report on this occasion.

Eighteenth resolution (Delegation of authority to be granted to the Board of Directors for increasing the amount of issues carried out with maintenance or cancellation of the shareholder's preferential subscription right, pursuant to the fourteenth, fifteenth, sixteenth and seventeenth resolutions)

The General Meeting, under the conditions required for extraordinary general meetings as regards to quorum and majority, having taken note of the report of the Board of Directors and the special report of the Statutory Auditors, and voting in accordance with Article L.225-135-1 of the Commercial Code,

(a) delegates to the Board of Directors its authority, with the option of sub-delegation to any authorized person in accordance with the legal and regulatory provisions, to decide to increase the number of shares, capital securities or other securities to be issued as part of any issue carried out pursuant to the fourteenth, fifteenth, sixteenth and seventeenth resolutions above, at the same price as that used for the initial issue, within the time periods and limits provided for by the regulations applicable on the date of the issue (to date, during a period of 30 days from the closing of the subscription and within the limit of 15% of the initial issue);

(b) decides that the nominal amount of any issues carried out under this authorization will be deducted from the ceiling applicable to the initial issue and from the overall nominal ceiling provided for in the fourteenth, fifteenth, sixteenth and seventeenth resolutions of this General Meeting;

(c) decides that this authorization is granted for a period of 26 months from the date of this Shareholders'

Meeting.

Nineteenth resolution (Authorisation to be granted to the Board of Directors to set the price of issues of ordinary shares or securities that are capital securities giving access or giving the right to the allocation of debt securities, or securities giving access to capital securities to be issued, carried out by way of a public offering or an offer referred to in 2° of Article L.411-2 of the Monetary and Financial Code, with cancellation of the shareholders' preferential subscription right)

The General Meeting, voting on the quorum and majority conditions for Extraordinary Meetings, having reviewed the Directors' Report and the Statutory Auditors' Special Report, and in accordance with article L.22-10-52 of the French Commercial Code:

(a) authorizes the Board of Directors, with powers to subdelegate to any person in accordance with the law, to issue (i) ordinary shares or (ii) securities giving immediate or future entitlement to other equity securities of the Company or giving immediate or future entitlement to other equity securities of the Company, to the allocation of debt securities, or (iii) securities giving access, immediately or in the future, to equity securities to be issued by the Company, carried out by virtue of the fourteenth, fifteenth, sixteenth and seventeenth resolutions of this General Meeting, to decide to derogate from the price-setting conditions provided for by the said resolutions, in accordance with the provisions of Article L.22-10-52 of the French Commercial Code, and to set the issue price at an amount that will be at least equal, at the discretion of the Board of Directors, to (a) the volume-weighted average price of the shares during the trading session preceding the setting of the issue price or (b) the volume-weighted average price of the shares during the trading session at the time the issue price is set, in both cases, possibly reduced by a maximum discount of 10%.

For securities giving access to the capital, the issue price must be such that the amount received immediately by the Company plus, if applicable, the amount likely to be received subsequently by the Company is, for each share of the Company issued as a result of the issue of these securities, at least equal to the amount mentioned above.

(b) decides that the maximum nominal amount of the capital increase resulting from the implementation of this authorization may not exceed 10% of the share capital, per 12-month period (said share capital being assessed on the date of the Board of Directors' decision setting the issue price), it being specified that this ceiling will be deducted from the amount of the applicable ceiling provided for in the fourteenth, fifteenth, sixteenth and seventeenth resolutions, as applicable, and from the overall nominal ceiling provided for in the fourteenth resolution of this General Meeting;

(c) Decides that the Board of Directors may not, without the prior authorization of the Shareholders' Meeting, make use of this authorization as from the filing by a third party of a public tender offer for the Company's shares until the end of the offer period;

(d) decides that the Board of Directors will have full powers, which it may in turn delegate to any duly empowered person in accordance with the law, to implement this authorization, and in particular to enter into any and all agreements to this effect, in particular with a view to the successful completion of any issue, record the completion thereof and amend the bylaws accordingly, as well as to carry out any and all formalities and declarations and apply for any and all authorizations that may prove necessary for the completion and successful completion of any issue;

(e) Acknowledges that the Board of Directors, should it make use of this authorization, will report to the next Ordinary General Meeting on the transactions carried out under it, in accordance with the legal and regulatory provisions in force;

(f) decides that this authorization is granted for a period of 26 months from the date of this Shareholders' Meeting.

Twentieth resolution (Delegation of powers to be granted to the Board of Directors for deciding on

the issue of ordinary shares or securities giving access to the Company's share capital with cancellation of the shareholders' preferential subscription right, in remuneration of contributions in kind granted to the Company)

The General Meeting, under the conditions required for extraordinary general meetings as regards to quorum and majority, after having taken note of the report of the Board of Directors and the special report of the Statutory Auditors and voting in accordance with the provisions of Articles L.225-129 to L. 225-129-6, L. 225-135, L. 22-10-53 and L. 228-92 et seq. of the Commercial Code:

(a) delegates to the Board of Directors, where the provisions of Article L.225-148 of the French Commercial Code do not apply, and with the option to sub-delegate such powers to any person in accordance with the law and regulations, the powers necessary to decide, on the basis of the report of the contribution auditor(s) referred to in paragraphs 1 and 2 of Article L. 22-10-53 of the French Commercial Code (subject to the provisions of Article L. 225-147-1 of the French Commercial Code), to issue ordinary shares in the Company or securities giving immediate and/or future entitlement to shares in the Company as consideration for contributions in kind made to the Company in the form of shares or securities giving access to the Company's capital;

(b) decides that the ceiling on the nominal amount of any immediate or future capital increase(s) that may be carried out pursuant to this authorization shall be 10% of the Company's share capital as assessed on the date of the Board of Directors' decision to carry out the issue, it being specified that:

- this ceiling is to be deducted from the overall nominal ceiling of 1,050,000 euros set in the fourteenth resolution of this General Meeting;
- said ceiling does not take into account the nominal amount of additional shares to be issued, in accordance with applicable laws and regulations and, where applicable, any contractual stipulations providing for other adjustments, in order to preserve the rights of holders of securities or other rights giving access to the Company's capital;

(c) decides to cancel, where necessary, the shareholders' preferential subscription right to these ordinary shares or securities in favor of the holders of capital securities or other securities, which are the subject of the contribution in kind, and takes note that this delegation entails the waiver by the shareholders of their preferential subscription right to the equity securities of the Company to which the securities that would be issued on the basis of this delegation may give right;

(d) decides that the Board of Directors will have full powers, which it may in turn delegate to any duly empowered person in accordance with the law, to implement this authorization and, in particular, to:

- decide, on the basis of the report of the contribution auditor(s) referred to in paragraphs 1 and 2 of article L. 22-10- 53 of the French Commercial Code, on the valuation of the contributions and, where applicable, the granting of special benefits and their values;
- determine the number of shares to be issued in consideration for the contributions and the dividend entitlement date of the shares to be issued;
- deduct, where appropriate, the costs, duties and fees incurred in connection with the issues from the amount of the corresponding premiums, and deduct from this amount the sums required to increase the legal reserve to one-tenth of the new share capital;
- record the final completion of the capital increases carried out pursuant to this authorization, amend the bylaws accordingly, carry out all formalities and declarations and apply for all authorizations that may prove necessary for the completion of these contributions;

(e) decides that this authorization is granted for a period of 26 months from the date of this Shareholders' Meeting.

Twenty-first resolution (Authorisation to be granted to the Board of Directors to increase the share capital by issuing capital securities or other securities that are capital securities giving access to other capital securities of the Company or giving the right to the allocation of debt securities, or securities giving access to capital securities to be issued, with cancellation of the preferential subscription right for the members of a savings plan)

The General Meeting, voting on the quorum and majority conditions for Extraordinary Meetings, having reviewed the Directors' Report and the Statutory Auditors' Special Report, and voting in accordance with Articles L.225-129-2, L.225-129-6 and L.225-138-1 of the French Commercial Code and Articles L.3332-18 et seq. of the French Labor Code:

(a) authorizes the Board of Directors, with powers to subdelegate to any duly empowered person in accordance with the law, to decide to increase the Company's share capital, on one or more occasions, at its sole discretion, at such times and on such terms as it shall determine, through the issue of (i) ordinary shares, or (ii) securities that are equity securities giving access, immediately or in the future, to other equity securities of the Company or giving entitlement, immediately or in the future, to the allotment of debt securities, or (iii) securities giving access to equity securities to be issued by the Company reserved for members of one or more company or group savings plans set up jointly by the Company and companies in France or outside France that are affiliated to it under the terms of Article L.225-180 of the French Commercial Code and Article L.3344-1 of the Labor Code;

(b) decides to cancel shareholders' preferential subscription rights to the securities to be issued pursuant to this authorization in favor of the beneficiaries defined in the first paragraph above;

(c) notes that this delegation entails the waiver by the shareholders of their preferential subscription rights to the capital securities of the Company to which the securities to be issued on the basis of this delegation entitle them;

(d) decides that the issue price(s) of the new shares or securities giving access to the share capital will be determined in accordance with the conditions set out in Article L.3332-19 of the French Labor Code if the Company's shares are admitted to trading on a regulated market, and in Article L.3332-20 of the French Labor Code if the Company's shares are not admitted to trading on a regulated market, and decides to set the maximum discount at 20%. However, the General Meeting expressly authorizes the Board of Directors to reduce or waive the discount, in particular to take account of the regulations applicable in the countries where the offer will be implemented;

(e) decides that the maximum nominal amount of the capital increase(s) that may be carried out under this authorization may not exceed 2% of the Company's share capital, assessed as at the date of the decision by the Board of Directors to use this authorization, it being specified that:

- the maximum nominal amount of the capital increase(s) that may be carried out under this authorization will be deducted from the overall ceiling of 1,050,000 euros set in the fourteenth resolution of this Shareholders' Meeting or any similar resolution that may replace it; and
- these amounts do not take into account the nominal amount of additional shares to be issued, in accordance with applicable laws and regulations and, where applicable, any contractual stipulations providing for other adjustments, to preserve the rights of holders of securities or other rights giving access to the Company's capital;

(f) decides, in accordance with Article L.3332-21 of the French Labor Code, that the Board of Directors may grant to the beneficiaries defined in the first paragraph above, free of charge, shares to be issued or already issued or other securities giving access to the Company's capital to be issued or already issued, in respect of (i) the employer's contribution that may be paid in accordance with the regulations governing company or group savings plans, and/or (ii) where applicable, the discount;

(g) Decides that if the beneficiaries defined in the first paragraph above do not subscribe to the entire capital increase within the allotted timeframe, the capital increase will only be carried out to the extent of the shares subscribed, and that any unsubscribed shares may be reoffered to said beneficiaries as part of a subsequent capital increase;

(h) grants full powers to the Board of Directors, which may delegate or subdelegate such powers in accordance with the law, to implement this authorization and, in particular, to :

- set the criteria to be met by the companies whose employees may benefit from the issues carried

- out pursuant to this authorization, and determine the list of these companies;
- determine the terms and conditions of the transactions, the characteristics of the shares and, where applicable, of the other securities, set the subscription price calculated in accordance with the method defined in this resolution, set the opening and closing dates for subscriptions and the dividend entitlement dates, and set the dates and procedures for paying up the subscribed shares;
- take all necessary steps with a view to listing the shares created on the stock exchange, wherever it may decide to do so;
- deduct from the "share premium" account the costs relating to these capital increases and deduct, if deemed appropriate, the sums required to increase the legal reserve to one-tenth of the new capital after each issue, amend the bylaws accordingly and, generally, carry out, directly or through an authorized representative, all transactions and formalities relating to the capital increases carried out pursuant to this authorization;

(i) decides that the authorization granted to the Board of Directors under this resolution is valid for a period of 26 months from the date of this General Meeting.

Twenty-second resolution (Delegation of authority to be granted to the Board of Directors for deciding on an increase in the share capital by incorporation of premiums, reserves, profits or other items whose capitalisation would be permitted)

The General Meeting, under the conditions required for extraordinary general meetings as regards to quorum and majority, after having taken note of the report of the Board of Directors and voting in accordance with the provisions of Articles L. 225-129-2 and L. 22-10-50 of the Commercial Code:

(a) delegate to the Board of Directors, with the option to delegate to any duly authorized person in accordance with the law, the power to decide on one or more capital increases, in the proportions and at the times it shall determine, by successive or simultaneous incorporation of reserves, profits, share premiums, merger premiums or any other sums the capitalization of which may be permitted by law and the Company's bylaws, in the form of the allocation of bonus shares and/or an increase in the par value of existing shares;

(b) decides that the nominal amount of the capital increase that may be carried out under this authorization may not exceed 1,050,000 euros, it being specified that:

- to this ceiling shall be added, where applicable, the additional amount of ordinary shares to be issued to preserve, in accordance with the law and any applicable contractual provisions providing for other cases of adjustment, the rights of holders of securities or other rights giving entitlement to shares in the Company;
- the nominal amount of capital increases that may be carried out under this resolution shall not be deducted from the overall nominal ceiling set by the fourteenth resolution of this Shareholders' Meeting;

(c) decides that, in the event of a capital increase through the allocation of bonus shares and in accordance with the provisions of Article L. 22-10-50 of the French Commercial Code, the Board of Directors may decide that fractional rights will not be negotiable and that the corresponding shares will be sold, with the proceeds of the sale being allocated to the holders of the rights in accordance with the applicable legal and regulatory conditions;

(d) grants the Board of Directors full powers, which it may in turn delegate to any duly empowered person in accordance with the law, to implement this authorization and, in particular, to :

- determine the amount and nature of amounts to be capitalized,
- set the number of new shares to be issued and/or the amount by which the par value of existing shares comprising the share capital is to be increased, and determine the date, which may be retroactive, from which the new shares will carry dividend rights or the date on which the increase in par value will take effect,
- record the completion of each capital increase and, in general, take all measures and carry out

all formalities required for the successful completion of each capital increase and amend the bylaws accordingly;

(e) decides that this authorization is granted for a period of 26 months from the date of this Shareholders' Meeting.

Twenty-third resolution (Powers for formalities).

The General Meeting of Shareholders, voting under the conditions required for ordinary general meetings as regards quorum and majority, confers full powers on the bearers of an original, copies or extracts of these minutes to carry out any publicity, filing and other formalities that may be required.

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Participation in the Meeting - Prior formalities

Shareholders may attend the Combined General Meeting regardless of the number of shares they own.

A. Formalities to be completed before attending the Meeting

Shareholders wishing to attend this Meeting, to be represented at it or to vote by mail, must provide proof of ownership of their shares by the second business day preceding the General Meeting, i.e. Monday December 16th, 2024, Midnight Paris time, either in the registered share accounts held for the Company by its agent, Société Générale, or in the bearer share accounts held by an authorized intermediary:

- for registered shareholders, by the registration of their shares in the Company's books;
- for holders of bearer shares, by sending a certificate of share ownership issued by the authorized intermediary holding the shareholder's account to Société Générale - Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03, France.

Only shareholders providing proof of share ownership by midnight (Paris time) on Monday December 16th, 2024, in accordance with the conditions set out in Article R. 22-10-28 of the French Commercial Code (Code de commerce) and described above, will be entitled to attend the meeting.

B. How to participate in the Assembly

Shareholders have the right to attend The General Meeting:

- or by attending in person;
- or by postal or Internet voting;
- or by being represented by any individual or legal entity of their choice attending the Meeting;
- or by being represented by the Chairman of the General Meeting.

To facilitate their participation in the Meeting, the Company offers shareholders the option of appointing or revoking a proxy or voting via the secure "Votaccess" website.

1. Shareholders wishing to attend the meeting in person may request an admission card as follows:

- for registered shareholders: request an admission card either by post, using the prepaid envelope enclosed with the invitation to the meeting, which will be sent to them using the single postal or proxy voting form, or by logging on to the www.sharinbox.societegenerale.com with his or her usual login and password, to access the voting site (the admission card will then be made available to the shareholder, according to his or her choice, in a printable electronic format or by post), or by attending the meeting in person at the specially-designed desk, in possession of a form of identification. Registered shareholders who have been registered for at least one month prior to the date of the notice of meeting will receive the notice of meeting brochure, together with a single form, by post;

- for bearer shareholders: they can either log on to the Votaccess website using their usual login and password, then follow the procedure indicated on the screen to print out their admission card, or ask the authorized intermediary managing their securities account to send them an admission card. In the latter case, if you have not received your admission card by Monday December 16, 2024, you must ask your bank or broker to issue you with a certificate of participation, which will enable you to prove your status as a shareholder on the second business day prior to the General Meeting, i.e. Monday December 16, 2024, midnight Paris time, in order to be admitted to the Meeting.

Please note that the certificate of attendance is an exceptional form of shareholder participation, reserved for cases of loss or non-receipt of the admission card. Shareholders are not exempt from the obligation to return the duly completed attendance form. Accordingly, only certificates of attendance

drawn up in accordance with the rules set out in the French Commercial Code and issued by the second business day prior to The General Meeting, i.e. Monday December 18th, 2024, midnight Paris time, will be accepted on the day of The General Meeting.

Bearer and registered shareholders must be able to prove their identity in order to attend The General Meeting.

To facilitate the running of The General Meeting, shareholders are advised to arrive in advance of the time set for the start of the meeting. After this time, access to the voting room cannot be guaranteed. In order to ensure that the voting process runs smoothly, time constraints will apply to participation in the voting session. In order to ensure that the voting process runs smoothly, time constraints will apply to participation in the voting session.

2. Shareholders who do not attend the Meeting in person and who wish to vote by post or by Internet, or to be represented by proxy given to the Chairman of the Meeting, to their spouse or to another shareholder, or to any individual or legal entity of their choice in accordance with legal and regulatory conditions, in particular those set out in Articles L. 225-106-I and L. 22-10-39 of the French Commercial Code, may :

- **for registered shareholders:**
 - o return the single postal or proxy voting form, which will be sent with the invitation, using the prepaid envelope also enclosed with the invitation,
 - or vote electronically by logging on to the www.sharinbox.societegenerale.com website;
- **for bearer shareholders:**
 - o request the form, by letter sent to the intermediary with which their shares are registered, as from the date of the General Meeting. This letter must be received by Société Générale's Service des Assemblées no later than six (6) days before the date of the Meeting, i.e. Thursday December 12, 2024. The single postal voting form or proxy form must be returned to the financial intermediary who will forward it to Société Générale - Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03, or vote electronically, by logging on to the Votaccess website (as described in point 4 below) no later than 3 p.m. on Tuesday December 17th, using their usual login and password.
- Postal votes will only be taken into account if received at least three (3) days before the date of the Meeting, i.e. Saturday December 14th, 2024, at Société Générale - Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03. Any form received by the Company after this date will not be taken into account.
- Shareholders wishing to be represented by a proxy must send their instructions to the issuer or its agent, the centralizing agent Société Générale, using the universal proxy form, giving precise details of themselves and their proxy (surname, first name and address). In order to be valid, all proxies must be registered at least three (3) days before the date of the Meeting, i.e. by Saturday December 14th at the latest.

It is specified that for any proxy given by a shareholder without indication of a proxy, the Chairman of the General Meeting will issue a vote in accordance with the recommendations of the Board of Directors.

3. The mandate is revoked under the same formal conditions as those used for its appointment.

The shareholder may revoke his or her proxy, it being specified that the revocation must be made in writing and in accordance with the procedures set out above. To appoint a new proxy after revocation, the shareholder must ask Société Générale (if he/she is a registered shareholder) or his/her authorized intermediary (if he/she is a bearer shareholder) to send him/her a new proxy voting form, which must be returned, marked "Change of proxy", to Société Générale - Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03, at least three calendar days before the General Meeting, i.e. Saturday December 14th.

Notification of the appointment and revocation of a proxy may also be made by electronic means, as follows:

- o **for holders of direct or administered registered shares:** by logging on to the www.sharinbox.societegenerale.com website using your usual login and password, and going to the "My Operations - General Meeting" page, then clicking on the "Appoint or revoke a proxy" button on the Votaccess voting site.

If a shareholder no longer has his/her login and/or password, he/she can follow the instructions on the screen to obtain them;

- o **for holders of bearer shares:** either by logging on to the Internet portal of their securities account holder to access the Votaccess site, if the intermediary is connected, or by e-mail, by sending an e-mail to their financial intermediary. This e-mail must contain the following information: name of the Company, surname, first name, address and bank details of the principal, as well as the surname, first name and, if possible, address of the proxy. Shareholders must ask their authorized intermediary to send written confirmation to Société Générale - Service Assemblées, 32, rue du Champ-de-Tir, CS 30812, 44308 Nantes Cedex 03.

In order for the conclusions or revocations of mandates notified by electronic means to be validly taken into account, confirmations must be received no later than 3 p.m. (Paris time) on Tuesday, December 17th, 2024, the day before the General Meeting.

4. Internet voting procedures

Registered shareholders log on to the www.sharinbox.societegenerale.com website using their access code, which is required to activate their Sharinbox By SG Markets account. On the Sharinbox home page, shareholders will find all the information they need to complete this process. If the shareholder has already activated his account with his email address defined as login, his access code is not necessary and he uses this email address to connect.

Their password was sent to them by post when they opened their Societe Generale registered account, or by post in recent days. If this has not been done, the shareholder activates his account to benefit from the new authentication version.

If you lose or forget your password, follow the procedure suggested on your login page.

Shareholders must then follow the instructions in their personal space by clicking on the "Reply" button in the "Shareholders' Meetings" section of the home page, then on "Participate" to access the voting site.

Holders of bearer shares will log on to their Account Holder's Internet portal using their usual login and password.

Titles to access the Votaccess website and follow the procedure indicated on the screen.

Internet voting will be open from Friday, November 29th, 2024 at 9 a.m. to Tuesday, December 17th, 2024 at 3 p.m. (Paris time). To avoid any possible saturation, shareholders are advised not to wait until the final date to connect.

5. Change of participation mode

In accordance with the provisions of article R. 22-10-28 of the French Commercial Code, shareholders who have already cast a postal vote, requested an admission card or a certificate of participation to attend the Meeting, may not choose another means of participation in the Meeting. Persons who have not provided proof of their status as shareholders or proxies will not be admitted to the Meeting.

A shareholder may not attend the Meeting in person, vote for some of his shares and simultaneously appoint a proxy to vote for the remainder of his shares; a shareholder who attends the Meeting in person may not use any other voting technique than to vote for all his shares himself.

Shareholders who have already cast a postal vote or sent in a proxy may sell all or some of their shares at any time. However, if the transfer of ownership takes place before midnight (Paris time) on the second business day prior to the Meeting, the Company will invalidate or amend the absentee ballot or proxy accordingly.

To this end, the authorized intermediary will notify the sale to the Company or its agent and will provide the necessary information.

No transfer of ownership made after midnight (Paris time) on the second business day preceding the Meeting, by whatever means, shall be notified by the authorized intermediary or taken into consideration by the Company, notwithstanding any agreement to the contrary.

C. Request for inclusion of items or draft resolutions

Requests for the inclusion of items or draft resolutions on the agenda by shareholders meeting the conditions set out in Articles L. 225-105, R. 225-71 to R. 225-73, R. 22-10-21 and R. 22-10-22 of the French Commercial Code, must be received by the secretariat of the Board of Directors at the Company's registered office, by registered letter with acknowledgement of receipt or by electronic means at the following address ir@francaisedelenergie.fr within twenty-five (25) days of The General Meeting (i.e. Saturday November 23th, 2024).

This request must be accompanied by a certificate of account registration proving that the applicants hold or represent the fraction of the share capital required by Article R. 225-71 of the aforementioned Commercial Code.

The request for the inclusion of draft resolutions is accompanied by the text of the draft resolutions, which may be accompanied by a brief explanatory statement. The request for inclusion of an item on the agenda must state the reasons for the request.

In addition, consideration by the Meeting of items or draft resolutions submitted by shareholders is subject to the submission, by the authors, of a new certificate evidencing the registration of the shares in the share register under the same conditions on the second business day prior to the Meeting at zero hours, Paris time (i.e. Monday December 16th, 2024, zero hours, Paris time). If the proposed resolution concerns the nomination of a candidate for election to the Board of Directors, it must be accompanied by the information specified in Article R. 225-83, paragraph 5 of the French Commercial Code.

The text of draft resolutions submitted by the Company's shareholders, as well as the list of items added to the agenda at the request of shareholders, will be published without delay on the Company's website. For each item on the agenda, the Company may also publish a commentary by the Board of Directors.

D. Confirmation that the vote has been taken into account

Shareholders may contact the Company to request confirmation that their vote has been taken into account in the deliberations. Any such request from a shareholder must be made within three months of the date of the vote (accompanied by documentary evidence of the shareholder's identity). The Company will reply no later than 15 days after the General Meeting if the request is made before it, and no later than 15 days after the request if it is made after the General Meeting.

E. Written questions and consultation of documents made available to shareholders

In accordance with Article R. 225-84 of the French Commercial Code, any shareholder may submit

written questions to the Chairman of the Board of Directors from the date of this publication. Such questions should be sent to the Company's registered office, by registered letter with acknowledgement of receipt, or by electronic telecommunication to the following address: ir@francaisedelenergie.fr.

Written questions must be sent before the end of the fourth business day preceding the date of The General Meeting, i.e. Thursday December 12th, 2024. They must be accompanied by a certificate of account registration.

In accordance with applicable legal and regulatory provisions, all documents that must be made available to shareholders in connection with General Meetings will be available at the Company's registered office, La Française de l'Energie, within the legal deadlines and sanitary conditions applicable at the time, and, for the documents provided for in Article R. 22-10-23 of the French Commercial Code, on the Company's website, La Française de l'Energie, from the twenty-first day prior to the Meeting.

This notice serves as notice of meeting, subject to no changes being made to the agenda, following requests for the inclusion of draft resolutions submitted by shareholders and/or the works council.

DOCUMENT DISPATCH REQUEST

Concerning the Combined Annual General Meeting to be held on Wednesday December 18th, 2024

LA FRANCAISE DE L'ENERGIE

I, the undersigned

NAME:.....

First name

.....

Home:.....

.....

Owner of _____ registered shares

And/or _____ bearer shares,

of **LA FRANCAISE DE L'ENERGIE**.

acknowledge having received the documents relating to the above-mentioned General Meeting and referred to in article R.225.81 of the French Commercial Code,

requests that the documents and information concerning the Combined General Meeting of Wednesday December 18th, 2024 be sent to it in accordance with Article R.225-83 of the French Commercial Code.

Signed in _____, _____ on 2024.

Signature

*In accordance with article R 225-88 paragraph 3 of the French Commercial Code, holders of registered shares may, by means of a single request, obtain from the Company the documents and information referred to in articles R 225-81 and R 225-83 of the French Commercial Code, on the occasion of each subsequent General Meeting. Should a shareholder wish to take advantage of this option, he or she must indicate this on the request form.