

IMPLANET

A corporation (*société anonyme*) with share capital of €2,031,435.50
Registered office: Allée F. Magendie Technopole Bordeaux Montesquieu 33650 Martillac
R.C.S. 493 845 341 Bordeaux

TEXT OF THE RESOLUTIONS

First resolution

Approval of the corporate financial statements for the fiscal year ended December 31, 2018

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for ordinary general shareholders' meetings,

having reviewed the Board of Directors' management report and the Statutory auditors' reports,

approves the corporate financial statements, as presented, for the fiscal year ended December 31, 2018 showing a loss of €6,166,480.59, as well as the operations reflected in these financial statements or summarized in these reports,

records that the financial statements show expenses and charges mentioned in Article 39-4 of the French General Tax Code in the amount of €54,682, **approves** them as well as the corresponding taxes.

Second resolution

Approval of the consolidated financial statements for the fiscal year ended December 31, 2018

The General Shareholders' Meeting, ruling under the quorum and majority conditions required for ordinary general shareholders' meetings,

having reviewed the Group's management report for the fiscal year ended December 31, 2018 and on the consolidated financial statements of the said fiscal year, as well as the report of the statutory auditors on said accounts,

approves the consolidated financial statements, as presented, for the fiscal year ended December 31, 2018, showing a loss of €5,551,043, as well as the operations reflected in these financial statements and summarized in these reports.

Third resolution

Appropriation of income for the fiscal year ended December 31, 2018

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for ordinary general shareholders' meetings,

having reviewed the Board of Directors' management report,

recording that the losses for the fiscal year ended December 31, 2018 amount to €6,166,480.59 and that the “issue premium” account amounts to €18,748,894.06,

resolves to allocate said losses to "issue premium" account, which is thus brought to €12,582,413.47.

In accordance with the legal provisions, no dividends were distributed for the previous three fiscal years.

Fourth resolution

Allocation of the sums posted under "retained earnings" to "issue premium"

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for ordinary general shareholders' meetings,

having reviewed the Board of Directors' management report,

recording that the “retained earnings” account amounts to a debit of €8,582,148.79 as of December 31, 2018 and that the “issue premium” account amounts to €12,582,413.47 following the appropriation of income proposed in the third resolution above,

resolves to allocate the whole amount recorded in “retained earnings” to "issue premium" account, which is thus brought to €4,000,264.68.

Fifth resolution

Analysis of the agreements set out in Articles L. 225-38 et seq. of the French Commercial Code

The General Shareholders' Meeting, ruling under the quorum and majority conditions required for ordinary general shareholders' meetings and by Article L. 225-38 of the French Commercial Code,

having reviewed the Statutory auditors' special report on the conventions set out in Articles L. 225-38 et seq. of the French Commercial Code,

records that no new agreement was entered into during the past fiscal year.

Sixth resolution

Renewing Mr. Jean-Gérard Galvez's term of office as Director

The General Shareholders' Meeting, ruling under the quorum and majority conditions required for Ordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report,

noting that Mr. Jean-Gérard Galvez's term of office as Director expires at the end of this General Shareholders' Meeting,

resolves to renew Mr. Jean-Gérard Galvez's term of office for a period of three (3) years, which expires at the end of the annual Ordinary General Shareholders' Meeting called to approve the financial statements for the fiscal year ended December 31, 2021.

Mr. Jean-Gérard Galvez has already accepted the renewal of her term of office.

Seventh resolution

Renewing Mr. Ludovic Lastennet's term of office as Director

The General Shareholders' Meeting, ruling under the quorum and majority conditions required for Ordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report,

noting that Mr. Ludovic Lastennet's term of office as Director expires at the end of this General Shareholders' Meeting,

resolves to renew Mr. Ludovic Lastennet's term of office for a period of three (3) years, which expires at the end of the annual Ordinary General Shareholders' Meeting called to approve the financial statements for the fiscal year ended December 31, 2021.

Mr. Ludovic Lastennet has already accepted the renewal of her term of office.

Eighth resolution

Renewing Mrs. Mary Shaughnessy's term of office as Director

The General Shareholders' Meeting, ruling under the quorum and majority conditions required for Ordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report,

noting that Mrs. Mary Shaughnessy's term of office as Director expires at the end of this General Shareholders' Meeting,

resolves to renew Mrs. Mary Shaughnessy's term of office for a period of three (3) years, which expires at the end of the annual Ordinary General Shareholders' Meeting called to approve the financial statements for the fiscal year ended December 31, 2021.

Mrs. Mary Shaughnessy has already accepted the renewal of her term of office.

Ninth resolution

Renewing Ernst and Young's term of office as Statutory Auditors

The General Shareholders' Meeting, ruling under the quorum and majority conditions required for Ordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report,

noting that Statutory auditors' appointments and Deputy auditors' appointment expire at the end of this General Shareholders' Meeting,

resolves to renew Ernst & Young Audit's appointment as Statutory auditors, for a period of six (6) years, which expires at the end of the annual Ordinary General Shareholders' Meeting called to approve the financial statements for the fiscal year ended December 31, 2024,

resolves to not renew INKIPIO Audit's appointment as Statutory auditor and the second statutory auditor appointment being not mandatory,

resolves to not renew INKIPIO SAS and Auditex's appointment as deputy auditors, the appointment of a deputy auditors being not mandatory as long as the statutory auditor is not a physical person,

Tenth resolution

Authorization to be given to the Board of Directors for the Company to buy its own shares

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for ordinary general shareholders' meetings,

having reviewed the Board of Directors' report,

authorizes the Board of Directors, with the right to sub-delegate as provided for by law and for a duration of eighteen (18) months as from the date hereof, to acquire Company shares pursuant to the conditions provided for in Articles L. 225-209 et seq. of the French Commercial Code,

resolves that the acquisition, sale or transfer of such shares may be carried out by any means, in one or more transactions, whether on the market or in private sales, including through block purchases, block sales, or tender offers, or through the use of options or derivatives, as permitted by the market authorities and in compliance with applicable regulations,

resolves that the authorization may be used for the following purposes:

- to provide liquidity to the Company's shares in connection with a liquidity contract to be entered into with an investment services provider in accordance with an ethics charter recognized by the French Financial Markets Authority (AMF);
- to honor obligations relating to share purchase options, free share allocations, employee savings plans or other share grants to officers and employees of the Company or its affiliates;
- to deliver shares upon the exercise of rights attached to securities giving access to the share capital;
- to purchase shares to be held and subsequently used in exchange or as payment in potential external growth transactions, in accordance with market practices authorized by the AMF;
- to cancel all or part of the shares thus repurchased;
- in a general way, to act in any aim that may become authorized by law or according to any market practice that may become authorized by market authorities, with the understanding that, in any such case, the Company would inform its shareholders accordingly through a notice,

resolves to set the maximum purchase price per share (excluding expenses and commissions) at 5 Euros, with an overall limit of €2,000,000, it being specified that this purchase price may be adjusted as necessary to take account of any transactions in the Company's capital (in particular in the event of an incorporation of reserves or free share allocation, or a stock split or reverse stock split) that may occur during the period covered by this authorization,

specifies that the maximum number of shares that may be purchased under this resolution may not at any time exceed 10% of the total number of shares, it being further specified that (i) when shares are acquired in order to provide liquidity for the Company's shares, the number of shares used for purposes of calculating this maximum shall be the number of shares bought minus the number of shares resold during the period covered by this authorization; and (ii) when shares are acquired to be held and delivered later in payment or exchange in connection with a merger, spinoff or contribution, the number of shares acquired may not exceed 5% of the total number of shares,

grants all powers to the Board of Directors, including the power to sub-delegate as provided for by law, for the purpose of giving any stock exchange orders, signing any sale or transfer agreements, entering into any agreements, liquidity contracts, or option agreements, and making any declarations and carrying out any necessary formalities.

This authorization terminates any prior authorization having the same purpose.

Eleventh resolution

Authorization to be given to the Board of Directors in order to reduce the share capital by canceling shares in connection with the authorization granted to the Company to buy back its own shares

The General Shareholders' Meeting, ruling upon the quorum and majority conditions required for Extraordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report and the Statutory Auditors' report,

subject to the adoption of the Tenth resolution above,

authorizes the Board of Directors, in accordance with Article L. 225-209 of the French Commercial Code and for a period of the eighteen (18) months as from this meeting, to cancel all or some of the shares acquired by the Company in one or more transactions and up to a maximum of 10% of the share capital per twenty-four (24) month period, and to decrease the Company's share capital by the same amount, it being specified that this limit applies the share capital as adjusted, if applicable, to take into account any transactions that may affect it after the date of this meeting,

resolves that any excess of the purchase price for the shares over their par value shall be recorded in additional paid-in capital, merger capital or contribution capital, or in any other available reserve, including the legal reserve, provided that it does not fall below 10% of the Company's capital after the capital reduction,

grants all powers to the Board, including the power to sub-delegate, pursuant to the conditions provided for by law, for purposes of carrying out all acts, formalities or declarations to finalize the capital decreases that may be carried out under this authorization and to modify the Company's bylaws accordingly.

This authorization terminates any prior authorization having the same purpose.

Twelfth resolution

Capital reduction by a nominal amount of €1,625,148.40 in order to bring the capital down from €2,031,435.50 to €406,287.10, by reducing the nominal value of the shares from €0.05 to €0.01 and allocating said capital reduction to the "issue premium" account – correlative modification of Article 6 of the bylaws

The General Shareholders' Meeting, ruling upon the quorum and majority conditions required for Extraordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report and the Statutory auditors' report,

subject to the condition precedent of the absence of any opposition made within the statutory deadlines by the partnership's creditors prior to the filing date of the minutes of these decisions at the court registry or of the unconditional rejection of the objections by the commercial court,

in accordance with the provisions of Article L. 225-204 of the French Commercial Code,

after having recalled that the share capital amounts to €2,031,435.50 divided into 40,628,710 shares with a nominal value of €0.05 each and that the "issue premium" account amounts to €4,000,264.68 in case of adoption of Fourth resolution or to €12,582,413.47 in case of non-adoption of said resolution,

resolves to reduce the share capital by €1,625,148.40 to bring it down from €2,031,435.50 to €406,287.10, and allocate the amount of this capital reduction to the "issue premium" account which will thus increase from €4,000,264.68 to €5,625,413.08 in case of adoption of Fourth resolution or to €12,582,413.47 to €14,207,561.87 in case of non-adoption of said resolution, which may receive any allocation decided by the General Shareholders' Meeting,

resolves to carry out this capital reduction by reducing the nominal value of the shares making up the share capital from €0.05 to €0.01,

notes that as a result of this capital reduction, the share capital will be made up of 40,628,710 shares with a nominal value of €0.01 each,

confers upon the Board of Directors the broadest powers to:

- note the lifting of the aforementioned condition precedent;
- as a result, note the capital reduction;
- make the required changes to the bylaws; and
- in general, do all that proves necessary to ensure that the capital reduction takes place and is completed smoothly.

Thirteenth resolution

Authorization to be given to the Board to grant subscription options or purchase options for shares of the Company

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for extraordinary shareholders' meetings,

having reviewed the Board of Directors' report and the Statutory Auditors' report,

authorizes the Board, within the framework of Articles L. 225-177 to L. 225-185 of the French Commercial Code, to grant, during the periods authorized by law, on one or more occasions, to the benefit of salaried employees and/or corporate officers (or of certain among them) of the Company and of the economic-interest companies and groupings connected to the Company within the terms defined in Article L. 225-180-I of said Code, options giving right to the subscription or purchase of ordinary shares, it being specified that:

- the number of options granted under this authorization shall not provide a right to purchase or subscribe for more than 500,000 shares of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution;
- this number shall be deducted from the overall ceiling set out in the Seventeenth resolution hereunder; and
- the total number of shares which can be subscribed upon exercise of the subscription options allocated and not yet exercised can never be greater than one-third of the share capital,

resolves that, as long as the Company's shares are not admitted to trading on a regulated market, the purchase/subscription price per share shall be set by the Board of Directors on the date the option is granted, based on the closing share price on the Euronext Growth market in Paris on the date preceding that of the Board's decision to grant the options. However, the purchase/subscription price per share shall in no event be less than ninety five (95%) of the average share price over the twenty trading sessions preceding the date of the Board's decision to award the options, with the understanding that when an option allows its beneficiary to buy shares previously bought by the Company, its exercise price, without prejudice to the preceding clauses and in accordance with applicable legal provisions, may not be lower than 80% of the average price paid by the Company for all shares previously bought by the latter,

resolves that the present authorization shall be conferred for a duration of thirty-eight (38) months as from this day and shall terminate any prior authorization having the same purpose,

resolves that this authorization shall entail, to the benefit of the beneficiaries of the subscription options, an express waiver of the shareholders to their preferential subscription right for the shares which will be issued as the subscription options are exercised, and shall be implemented under the conditions and according to the terms provided by the law and regulations in force on the day of the allocation of the share subscription or purchase options as per the case,

resolves that the price set for the subscription or purchase of the shares to which the options give right cannot be modified during the term of the options, it being specified, however, that if the Company should complete one of the transactions referred to in Article L. 225-181 of the French Commercial Code, it must take the steps that are necessary for the protection of the interests of the option beneficiaries within the terms set forth in Article L. 228-99 of the French Commercial Code,

resolves that, in the event of the necessity of an adjustment as stipulated in Article L. 228-99 3° of the French Commercial Code, the adjustment would be made using the method laid down in Article R. 228-91 of the French Commercial Code, with the understanding that the value of the preferential subscription right, as well as the value of the share before detachment of the subscription right would, if required, be determined by the Board according to the share subscription/exchange/sale price defined for the last transaction involving the Company's share capital (capital increase, tendering of shares, sale of shares, etc.) during the six (6) months preceding said Board meeting, or, if no such transaction has taken place over that period, according to any other financial criterion deemed relevant by the Board (and subsequently validated by the Company's Statutory Auditors),

resolves that in the event of issuance of new equity securities or new securities giving access to capital and in the event of the Company merging or splitting, the Board of Directors may, if applicable, suspend the exercising of options,

fixes the term of validity of options at ten (10) years, as from the date of allocation of the said options, it being specified that this period may be shortened by the Board of Directors for the residents of a given country inasmuch as the law of the said country must be upheld,

gives all powers to the Board of Directors, within the limits set hereinabove, in order to:

- ascertain the identity of the beneficiaries of share subscription and purchase options together with the number of options to be allocated to each person;
- fix the purchase and/or subscription price of the shares to which options give entitlement within the limits of the above-mentioned texts, it being specified that the subscription price per share shall be higher than the share's face value;
- ensure that the number of share subscription options granted by the Board of Directors are fixed in such a way that the total number of share subscription options granted and not yet exercised does not entitle beneficiaries to subscribe to a number of shares exceeding one third of share capital;
- draw up the terms and conditions of the share subscription and purchase option plan and fix the conditions under which options will be granted, including specifically the time-frame for the exercising of the said options, which may vary according to bearers; it being specified that these conditions may comprise of clauses prohibiting the immediate resale of all or a part of the shares issued for the exercising of stock options within the limits of the law;
- proceed with the acquisition of Company shares should this be necessary for the disposal of any shares to which share purchase options give entitlement;
- accomplish either itself or through a proxy, all acts and formalities in order to make definite the increases in capital that may be carried out by virtue of the authorization that is the subject of the present delegation;
- charge, if deemed necessary, the costs of these increases in capital to the amount of premiums relating to these increases and deduct from this amount the sums needed to take the legal reserve to one-tenth of new capital after each increase;
- modify the bylaws accordingly and, in general, do all that proves necessary,

resolves that the Board of Directors shall, each year, inform the general shareholders' meeting of operations conducted under the present resolution.

Fourteenth resolution

Authorization to be granted to the Board of Directors to grant free share allocations using existing or new shares, in accordance with the provisions of Articles L. 225-197-1 et seq. of the French Commercial Code, entailing that the shareholders waive their preferential subscription right

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for extraordinary shareholders' meetings,

after having reviewed the Board of Director's report and the statutory auditors' report,

authorizes the Board of Directors to proceed with the allocation, in one or more installments, of free existing shares or shares to be issued by the Company to salaried members of Company personnel or certain categories thereof, and/or the Company's corporate officers, who meet the conditions set by article L. 225-197-1, II of the French Commercial Code, and for salaried members of personnel with companies or economic interest groups in which the Company might hold, directly or indirectly, at least 10% of capital or voting rights as at the date of allocation of the shares in question,

Duly notes that, should the Company's shares be traded on the Euronext regulated market, the Board of Directors will have to meet the conditions set by article L. 225-197-6 of the French Commercial Code to proceed with the allocation of free shares to the Company's corporate officers, who meet the conditions set by article L. 225-197-1, II of the French Commercial Code,

resolves to fix the total number of free shares that may be granted by the Board pursuant to this authorization at 1,000,000 shares with a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, it being specified that the total number of free shares granted by the Board may never exceed the overall limit of 10% of the capital of the Company existing as on the date of the decision of their allocation and that this number will be charged against the overall ceiling set in the Seventeenth resolution below,

resolves that the allocation of shares to their beneficiaries shall be final, providing the conditions or criteria that may be set by the Board of Directors are fully met, after a period of at least 1 year (the "Period of Acquisition") and that the beneficiaries of these shares should, if applicable, retain them for a period fixed by the Board of Directors (the "Retention Period") which, together with that of the Period of Acquisition, which may not be less than two years,

resolves, notwithstanding the foregoing provisions, that shares will be definitively allocated before the end of the Acquisition Period in the event of invalidity befalling the Beneficiary coming within the second and third categories of invalidity as specified by article L. 341-4 of the Social Security Code,

resolves that the allocated shares shall be freely transferable in the event of a request for allocation filed by the heirs of a deceased Beneficiary or in cases of invalidity befalling the Beneficiary coming under the aforementioned categories of the Social Security Code,

resolves that the durations of the Period of Acquisition and the Retention Period will be fixed by the Board of Directors within the above-mentioned limits,

duly notes that in conformance with the provisions of article L. 225-197-1 of the French Commercial Code, when the allocation has a bearing on shares to be issued, the present authorization shall automatically entail, to the benefit of the beneficiaries of allocated free shares, the waiver by shareholders of their preferential subscription rights to newly issued shares, with the corresponding increase in capital being definitively achieved by the sole fact of the definitive allocation of shares to beneficiaries,

duly notes that the present decision entails, as and when necessary, the waiver by shareholders in favor of the beneficiaries of free shares, of the part of the reserves, profits or premiums which, if applicable, will serve in cases of an issue of new shares at the end of the Period of Acquisition, for whose realization all powers are delegated to the Board of Directors,

delegates to the Board of Directors all powers in order to:

- record the existence of sufficient reserves and, at each allocation, proceed with the payment to an unavailable reserve account of the sums needed for the release of new shares to be allocated;
- ascertain the identity of the beneficiaries of allocations together with the number of free shares

likely to be allocated to each one of them;

- fix the conditions and, if applicable, the criteria for the allocation of these shares,

if applicable:

- resolve, when the time comes, the capital increase(s) corresponding to the issuance of any new allocated free shares;
- proceed, if applicable, with the acquisitions of shares needed for the repurchase of any existing freely allocated shares;
- take all effective measures to ensure respect for the mandatory retention demanded of beneficiaries;
- and, generally and within the framework of applicable legislation, do everything that proves necessary to implement the present authorization,

Duly notes that, within the limits which it has previously set, the Board of Directors will have the power to sub-delegate, pursuant to the conditions provided for under this resolution and under the applicable rules and law.

Resolves that each year the Board of Directors would report to the General Meeting on the allocations made within the scope of this resolution in conformance with the provisions of article L. 225-197-4 of the French Commercial Code,

fixes at thirty-eight (38) months, as from today the length of validity of the present delegation,

specifies as and when necessary that this authorization cancels the effects of any earlier authorization agreed with a view to allocating free shares in the Company.

Fifteenth resolution

Delegation of authority to be granted to the Board of Directors to the effect of issuing and allocating free warrants for subscription to business creator shares to the Company's employees and managers

The General Shareholders' Meeting, voting pursuant to the quorum and majority required for extraordinary shareholders' meetings,

after having reviewed the Board of Director's report and the statutory auditors' report,

delegates to the Board of Directors its authority to issue, free of charge, a maximum of 4,000,000 founders' warrants (BSPCEs), each warrant giving entitling the holder to subscribe to one ordinary share in the Company,

resolves, as a result, to cap the total number of shares that may be subscribed on exercise of the BSCPES to 4,000,000 shares of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, with the understanding that this number shall be deducted from the overall ceiling set out in the seventeenth resolution hereunder,

resolves to cancel, for the BSPCEs, the preferential subscription right of shareholders, as said BSPCEs may only be awarded to the following category of beneficiaries: employees or corporate officers coming under the tax regime of Company employees (Chairman, Chief Executive Officer, Deputy Chief Executive Officer or member of the Board of Directors), or employees of a company of which the Company holds at least 75% of the share capital or voting rights, in office on the date of allocation of the BSPCEs or anyone eligible under the legal provisions applicable on the date of allocation of the BSPCE (the “beneficiaries”),

resolves, in conformance with the provisions of paragraph III of article 163 bis G of the General Tax Code, to delegate the decision to issue and allocate BSPCEs and the duty of fixing the list of Beneficiaries and the quotas of BSPCEs granted to each Beneficiary thus notified to the Board of Directors,

authorizes, accordingly and under the terms cited hereinbefore, the Board of Directors to proceed with the issuance and allocation of BSPCEs in one or more installments for all or a part of the Beneficiaries,

resolves to delegate to the Board of Directors the duty of fixing, for each Beneficiary, the terms of BSPCEs, including the time-frame for the exercising thereof, it being specified that the said BSPCEs shall be exercised by no later than ten (10) years from their date of issue and that BSPCEs not exercised within this period of ten (10) years shall automatically lapse,

resolves that this authorization shall expire and that the BSPCEs not yet awarded by the Board of Directors shall automatically lapse on the earliest of the following dates: (i) at the end of a period of 18 months as from this meeting, or (ii) on the date on which the conditions laid down in Article 163 bis G of the French General Tax Code cease to be met,

resolves that each BSPCE shall, under the conditions laid down in Article 163 bis G III of the French General Tax Code and the conditions defined hereunder, provide a right to subscribe to one ordinary share of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, at an exercise price determined by the Board at the time of the award of the BSPCEs, at least equal to the higher of the following two amounts:

- the weighted average share price over the 20 trading sessions preceding the date of allocation of said BSPCE by the Board;
- should one or more capital increase(s) be carried out less than six months before the Board decision to award the BSPCEs in question, the subscription price per ordinary Company share used in the most recent such capital increase appraised on the date of allocation of each BSPCE,

with the understanding that, to determine the subscription price of an ordinary share upon the exercise of a BSPCE, the Board shall not take account of capital increases resulting from the exercise of BSPCEs, share subscription warrants, share subscription options or free share allocations,

resolves that the ordinary shares thus subscribed shall be fully paid up at the time of their subscription by payment in cash, including by offsetting against certain, liquid and payable claims,

resolves that the new shares allocated to each Beneficiary on exercising of his or her BSPCEs shall be subject to all statutory provisions and bear rights on the first day of the fiscal year during which they are issued,

resolves that in conformance with article 163 bis G-II of the General Tax Code, BSPCEs will be non-transferable, will be issued in nominative form and will be registered in an account,

resolves to issue a maximum of 4,000,000 shares of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, in respect of the exercise of the BSPCEs issued,

specifies that pursuant to the provisions of Articles L. 228-91 and L. 225-132 of the French Commercial Code, the present decision shall entail, to the benefit of bearers of BSPCEs, the express waiver by shareholders of their preferential subscription rights for ordinary shares to which BSPCEs give entitlement,

reiterates that pursuant to article L. 228-98 of the French Commercial Code:

- in the event of a reduction in capital justified by losses and performed by a reduction in the number of shares, the rights of bearers of BSPCEs as to the number of shares to be received in the exercising of BSPCEs shall be reduced accordingly, as if the said bearers had been shareholders at the date of issue of BSPCEs;
- in the event of a reduction in capital justified by losses and performed by decreasing the face value of shares, the subscription price of shares to which BSPCEs give entitlement shall remain unchanged, with the issue premium being increased by the amount of the reduction in face value,

resolves additionally that:

- in the event of a reduction in capital not justified by losses by a reduction in the face value of shares, the subscription for shares to which BSPCEs give entitlement shall be reduced proportionally;
- in the event of a reduction in capital not justified by losses by a reduction in the number of shares, the bearers of BSPCEs, if they exercise their BSPCEs, can request the redemption of their shares under the same conditions as if they had been shareholders at the time when the Company purchased its own shares,

resolves, as provided for under article L. 228-98 of the French Commercial Code, that the Company is authorized to change its form and corporate purpose without seeking authorization to do so from bearers of BSPCEs,

reiterates that pursuant to the provisions of article L. 228-98 of the French Commercial Code, the Company may be authorized to change the rules of its profit sharing, to amortize its capital and to create preferential shares leading to any such change or any such amortization, subject to taking the necessary provisions to uphold the rights of the bearers of negotiable securities giving access to capital under the conditions specified by article L. 228-99 of the French Commercial Code,

authorizes the Company to impose upon the bearers of BSPCEs the buy-back or the reimbursement of their rights as provided for under article L. 228-102 of the French Commercial Code,

resolves, should it be necessary to proceed with the adjustment provided for by article L. 228-99 3° of the French Commercial Code, that the said adjustment would be carried out by applying the method stated under article R. 228-91 of the French Commercial Code, it being specified that the value of the preferential subscription right and the share value prior to the detachment of the subscription right would, if need be, be set by the Board of Directors in accordance with the subscription, exchange or selling price per share used at the last transaction made on the Company's capital (increase in capital, transfer of securities, sale of shares, etc.) during the course of the six (6) months preceding the meeting of said Board of Directors, or if such a transaction did not take place over the course of such period, according to any other financial parameter which would appear relevant to the Board of Directors (and which will be validated by the Company's statutory auditors),

resolves to give all powers to the Board of Directors to implement the present resolution, and specifically in order to:

- issue and allocate BSCPEs and draw up the conditions of exercising and the definitive terms and conditions of BSCPEs, including the time-frame for the same in conformance with the provisions of the present resolution and within the limits set thereby;
- record the number of ordinary shares issued further to the exercising of BSPCEs, proceed with the formalities further to corresponding increases in capital and make the correlative changes to bylaws;
- take any step to ensure the protection of bearers of BSPCEs in the event of a financial transaction of concern to the Company, in conformance with applicable legal and regulatory provisions;
- and, in general, take any measure and proceed with any formality of use to the present issuance.

This delegation puts an end to any earlier delegation made in order to issue BSPCEs.

Sixteenth resolution

Delegation of authority to be granted to the Board of Directors in order to issue and allocate share subscription warrants for the benefit of (i) members and observers of the Board of Directors of the Company holding their position as at the date of allocation of the warrants, who are not salaried personnel or executives of the Company or of any one of its subsidiaries, (ii) persons linked to the Company by a services or counseling agreement, or (iii) members of any committee that the Board of Directors has or may wish to set up and who are not salaried personnel or executives of the Company or any one of its subsidiaries.

The General Shareholders' Meeting, ruling upon the quorum and majority conditions required for Extraordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report and the Statutory Auditors' report,

delegates to the Board the authority to allocate a maximum of 2,000,000 share subscription warrants (BSAs), each such BSA entitling its holder to subscribe to one ordinary share,

resolves, as a result, to cap the number of shares that may be subscribed upon exercise of the BSAs to 2,000,000 shares of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, with the understanding that this number shall be deducted from the overall ceiling set out in the Seventeenth resolution hereunder,

resolves that the BSA issue price shall be determined by the Board of Directors on the date of issue of said BSA according to its characteristics, and shall be at least equal to 5% of the weighted average share price over the last five (5) trading sessions on the Euronext Growth market in Paris preceding the date of allocation of said BSA by the Board,

resolves to cancel, for such BSAs, the preferential subscription right of shareholders, as said BSAs may only be allocated to the following category of beneficiaries: (i) members and non-voting members of the Company's Board of Directors in office on the BSA allocation date, who are not employees or executives of the Company or one of its subsidiaries, (ii) persons who have entered into a services or consultancy agreement with the Company, or (iii) members of any committee that might be set up by the Board of Directors, who are not employees or executives of the Company or any of its subsidiaries (the "Beneficiaries"),

resolves, in conformance with the provisions of Article L. 225-138-I of the French Commercial Code, to delegate to the Board of Directors the duty of fixing the list of Beneficiaries and the quota of BSA warrants allocated to each Beneficiary thus assigned,

authorizes accordingly the Board of Directors, within the foregoing limit, to proceed with the issuance and allocation of BSA warrants in one or more installments for each Beneficiary,

resolves to delegate to the Board of Directors for each Beneficiary the conditions and terms for the exercising of BSA warrants and, in particular, the issue price of these warrants, the subscription price (including issue premium) of the share that the BSA warrants shall confer a right to (the "Exercise Price") as set by the Board of Directors under the conditions specified below, and the time-frame to exercise these BSA warrants, it being specified that the said BSA warrants must be exercised within ten (10) years at the latest of their issuance and that any BSA warrants not exercised upon the expiry of the said period of ten (10) years will be duly deemed lapsed,

resolves that each BSA warrant will, under the conditions specified hereinunder, enable the holder to subscribe to an ordinary share with a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, at an exercise price set by the Board of Directors at the time of allocation of the BSA warrants, which shall be at least equal to the weighted average of prices recorded over the last 20 stock market sessions preceding the date of the Board of Directors' decision to allocate BSA warrants,

resolves that the ordinary shares thus subscribed shall be fully paid up at the time of their subscription either by payment in cash, or by offsetting against liquid and payable claims,

resolves that the new shares given to each Beneficiary on exercising his or her BSA warrants shall be subject to all statutory provisions and bear rights on the first day of the fiscal year during which they are issued,

resolves that warrants shall be transferable. They will be issued in nominative form and be registered in an account,

resolves to issue a maximum of 2,000,000 shares of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, in respect of the exercise of the BSAs issued,

specifies that, pursuant to the provisions of Articles L. 228-91 and L. 225-132 of the French Commercial Code, this decision entails, in favor of BSA holders, the shareholders' waiver of their preferential subscription right to the ordinary shares to which the BSAs carry entitlement,

reiterates that pursuant to article L. 228-98 of the French Commercial Code:

- in the event of a reduction in capital justified by losses and performed by reducing the number of shares, the rights of bearers of BSA warrants as to the number of shares to be received when exercising of the same shall be reduced accordingly, as if the said bearers had been shareholders at the date of issue of the BSA warrants;
- in the event of a reduction in capital justified by losses and performed by decreasing the face value of shares, the subscription price of shares to which BSA warrants give entitlement shall remain unchanged, with the issue premium being increased by the amount of the reduction in face value,

-

resolves additionally that:

- in the event of a reduction in capital not justified by losses by a reduction in the face value of shares, the subscription for shares to which BSA warrants give entitlement shall be reduced proportionally;
- in the event of a reduction in capital not justified by losses by a reduction in the number of shares, the bearers of BSA warrants, if exercising the said warrants, may request the redemption of their shares under the same conditions as if they had been shareholders at the time when the Company purchased its own shares,

resolves, as provided for under Article L. 228-98 of the French Commercial Code, that the Company is authorized to change its form and corporate purpose without seeking authorization to do so from bearers of BSA warrants,

reiterates that pursuant to the provisions of article L. 228-98 of the French Commercial Code, the Company may neither change the rules of its profit sharing nor amortize its capital nor create preferential shares leading to any such change or any such amortization unless authorized to do so by the contract of issue or under the conditions specified by article L. 228-103 of the French Commercial Code, and subject to taking the necessary provisions to uphold the rights of the bearers of negotiable securities giving access to capital under the conditions specified by article L. 228-99 of the French Commercial Code,

authorizes the Company to impose upon BSA holders the repurchase or redemption of their rights as laid down in Article L. 228-102 of the French Commercial Code,

resolves that, in the event of the necessity of an adjustment as stipulated in Article L. 228-99 3° of the French Commercial Code, the adjustment would be made using the method laid down in Article R. 228-91 of the French Commercial Code, with the understanding that the value of the preferential subscription right, as well as the value of the share before detachment of the subscription right would, if required, be determined by the Board according to the share subscription/exchange/sale price defined for the last transaction involving the Company's share capital (capital increase, tendering of shares, sale of shares, etc.) during the six (6) months preceding said Board meeting, or, if no such transaction has taken place over that period, according to any other financial criterion deemed relevant by the Board (and subsequently validated by the Company's Statutory Auditors),

resolves to give all powers to the Board of Directors to implement the present delegation in order to:

- issue and allocate BSA warrants and establish the subscription price, the conditions of exercise and the definitive terms and conditions of BSA warrants in conformance with the provisions of the present resolution and within the limits fixed herein;
- ascertain the identity of the Beneficiaries of BSA warrants together with the number of BSA warrants to be allocated to each person;
- fix the price of the share that may be subscribed in the exercising of a BSA warrant under the above-mentioned conditions;
- state the number of ordinary shares issued further to the exercising of BSA warrants, proceed with the formalities further to corresponding increases in capital and make the corresponding changes to the bylaws;
- take any step to ensure the protection of bearers of BSA warrants in the event of a financial transaction of concern to the Company, in compliance with applicable legal and regulatory provisions;
- and, in general, take any measure and proceed with any formality of use to the present issuance,

resolves that the present delegation has been granted for a period of eighteen (18) months as from today and cancels any earlier delegation of the same purpose.

Seventeenth resolution

Overall limitation of the amount of the issues carried out under the Thirteenth to Sixteenth resolutions above

The General Shareholders' Meeting, ruling upon the quorum and majority conditions required for Extraordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report and the Statutory auditors' report,

resolves that the sum of (i) the shares that may be issued or purchased upon exercise of the share subscription or purchase options that may be awarded under the Thirteenth resolution above, (ii) the free shares allocations under the Fourteenth resolution above (iii) the shares that may be issued upon exercise of the founders' warrants that may be awarded under the Fifteenth resolution above and (iv) the shares that may be issued upon exercise of the share subscription warrants that may be awarded under the Sixteenth resolution above may not exceed 5,000,000 shares of a nominal value of €0.01 each in case of adoption of twelfth resolution or €0.05 in case of non-adoption of said resolution, to which will be added the number of shares to be issued to preserve the rights of holders of negotiable securities and other rights giving access to shares.

Eighteenth resolution

Delegation to be granted to the Board of Directors to increase company capital through the issuance of shares and marketable securities giving access to the Company's share capital for the benefit of a corporate savings scheme

The General Shareholders' Meeting, ruling upon the quorum and majority conditions required for Extraordinary General Shareholders' Meetings,

having reviewed the Board of Directors' report and the Statutory Auditors' report,

in accordance, in particular, on the one hand with the provisions of Articles L. 225-129 et seq. and L. 225-138-1 of the French Commercial Code, and on the other hand, with the provisions of Articles L. 3332-1 et seq. of the French Labor Code,

delegates to the Board of Directors the power to decide to issue, in one or more issuances, in the proportions and at the times which it deems fit, ordinary shares or negotiable securities giving access by any means, immediately and/or at a future date, to ordinary shares of the Company reserved for subscribers to the Company's savings plan and, if applicable, a savings plan of French and foreign companies, bound to it under the conditions of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labor Code (the "Group"),

resolves that the total nominal amount of capital increases liable to be carried out pursuant to this resolution may not be greater than €61,000, the maximum amount to which shall be added, if applicable, the additional amount of shares to be issued in order to protect, in conformance with legal or regulatory provisions, and, if relevant, applicable contractual terms, the rights of the bearers of the negotiable securities giving access to shares,

resolves that the total nominal amount of the issues of negotiable debt securities giving access to equity capital that may be carried out shall not exceed €1,000,000 (or its counter-value in the event of an issue in another currency),

resolves that, the issue price of the shares or new negotiable securities giving access to the capital shall be determined by the Board of Directors under the conditions set forth in Article L. 3332-20 of the French Labor Code and may not be greater than the selling price thus determined nor lower by more than 20% of this one or 30% when the duration of unavailability set forth lock-in period under the application of Articles L. 3332-25 and L. 3332-26 of the French Commercial Code is greater than or equal to ten years,

resolves to cancel, in favor of subscribers to a company savings plan, the preferential subscription right for shareholders to shares or negotiable securities giving access by any means, immediately and/or at a future date, to ordinary shares, to be issued,

resolves that the Board of Directors shall have all powers to implement this delegation of power, with an option of sub-delegation under the conditions set forth by law and under the aforementioned conditions, specifically in order to:

- resolve that subscriptions may be made directly or through company investment funds or other structures or entities so permitted by the applicable legal or regulatory provisions;
- set the dates, conditions and terms of the issuances carried out by virtue of this resolution and, in particular, to set the opening and closing subscription dates, the dividend eligibility dates, the terms for paying up the shares and other negotiable securities giving access to the Company's capital, to grant the time frames for paying up shares and, if applicable, other negotiable securities giving access to the Company's capital;
- request the admission on a stock exchange of the securities created, to record the capital increases up to the amount of the shares which will be actually subscribed and to make all corresponding modifications to the bylaws, to accomplish, directly or by proxy, all operations and formalities associated with increases in the share capital and to charge, if applicable, the costs of corporate capital increases on the amount of the related premiums and deduct from such amount the amounts necessary to bring the legal reserve up to one-tenth of the new share capital after each increase,

For translation purposes only

sets at eighteen (18) months, from the date of this General Shareholders' Meeting, the validity period for the delegation of power that is the purpose of this resolution.

--ooOoo--