

IMPLANET

A corporation (*société anonyme*) with share capital of €1,413,718.95
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, 2017

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, 2017 showing a loss of €5,382,187.45, 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 €44,833, **approves** them as well as the corresponding taxes.

Second resolution

Approval of the consolidated financial statements for the fiscal year ended December 31, 2017

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, 2017 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, 2017, showing a loss of €6,611,898, 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, 2017

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, 2017 amount to €5,382,187.45,

resolves to allocate said losses to "retained losses", bringing accumulated losses to €8,582,148.79.

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

Fourth 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.

Fifth resolution

Approval of the 2018 share subscription and purchase option plan adopted by the Board of Directors at its meeting of January 23, 2018

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

having reviewed the Board of Directors' report,

approves the 2018 share subscription and purchase option plan adopted by the Board of Directors at its meeting of January 23, 2018.

Sixth 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, subject to the adoption of the Seventh resolution hereunder and in accordance with its terms;
- 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.

Seventh 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 Sixth 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.

Eighth resolution

Modification of the age limit applicable to the Chairman of the Board of Directors, increasing it from 65 to 70 years – consequent modification of Article 11.2 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,

resolves to increase the age limit applicable to the Chairman of the Board of Directors to 70 years,

resolves to consequently amend the third paragraph of Article 11.2 of the bylaws ("Chairmanship") as follows:

The Chairman of the Board may not be older than 70. If the Chairman reaches this age limit during his/her term of office, he/she shall automatically be deemed to have resigned. However, his/her office shall be extended until the earliest Board meeting thereafter, during which his/her successor shall be appointed. Subject to this provision, the Chairman may be re-appointed for an unlimited number of terms".

Ninth resolution

Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any negotiable securities, with shareholders' preferential subscription rights maintained

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 with the provisions of Articles L. 225-129 et seq. of the French Commercial Code, and in particular Articles L. 225-129 to L. 225-129-6, L. 225-132, L. 225-133, L. 225-134, L. 228-91, L. 228-92 and L. 228-93,

delegates to the Board of Directors, with the option to delegate and subdelegate in accordance with applicable legal requirements, its power to decide on one or more capital increases, in the proportions and at the times it sees fit, through the issuance, in France or abroad, of ordinary Company shares or equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities, and/or negotiable securities (including any debt securities) giving access to Company shares or to the shares of any company holding directly or indirectly more than half of the Company's share capital or of which the Company directly or indirectly owns more than half of the share capital, with the understanding that said securities may be issued in euros, in foreign currencies or in any monetary unit established with reference to several currencies, as decided by the Board of Directors, and paid up in cash, including by offsetting receivables,

resolves that the negotiable securities thus issued may consist of debt securities, be associated with the issuance of such securities, or permit the issuance thereof as intermediate securities,

resolves that the shareholders have, proportionally to the amount of their shares, a preferential subscription right for ordinary shares or negotiable securities that will be, if applicable, issued under this delegation of authority,

grants the Board of Directors the power to give the shareholders the right to subscribe for excess shares in a greater amount than they would be able to subscribe as of right, proportionately to the rights that they hold and, in any event, up to the maximum they request,

resolves to set at €1,047,505.10 (or the exchange value in the event of an issuance in another currency) the maximum par value of the capital increases that may be performed, immediately or in the future, under this resolution, it being specified that:

- the maximum nominal amount of the capital increases that may be carried out pursuant to this delegation shall be deducted from the overall ceiling set in the Sixteenth resolution hereunder;
- to this ceiling there shall be added, if applicable, the par amount of the shares which may be issued, in order to preserve, pursuant to the law and, as may be the case, applicable contractual stipulations, the rights of the bearers of the negotiable securities giving access to the share capital,

resolves to set at €20,000,000 (or the exchange value in the event of an issuance in another currency) the maximum par amount of the debt securities that may be issued under this delegation of power, it being specified that:

- such amount shall be increased, if applicable, by any redemption premium above par;
- this amount shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder;
- such ceiling shall not apply to debt securities referred to in Articles L. 228-40, L. 228-36-A and L. 228-92 para. 3 of the French Commercial Code, the issuance whereof would be decided by the Board of Directors under the conditions stipulated by Article L. 228-40 of the French Commercial Code, or under the other cases, and under the conditions set out by the Company pursuant to the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that, if the subscriptions do not absorb such an issuance in its entirety, the Board of Directors may use one of the following options as it deems fit:

- limit the issuance to the amount of subscriptions, provided that the latter is at least three-quarters of the issuance initially decided;
- freely distribute all or part of the non-subscribed shares issued between the persons of its choice; and
- offer to the public, on the French or international market, all or part of the non-subscribed shares issued,

resolves that share subscription warrants of the Company may be issued by subscription offer, but also by free allocation to the owners of existing shares,

resolves that in the case of free allocation of subscription warrants, the Board shall have the right to decide that the allocation rights forming odd lots shall not be negotiable, and that the corresponding securities shall be sold,

takes note, as necessary, that this delegation of power shall automatically entail, in favor of the bearers of the negotiable securities which, if applicable, are issued under this delegation of power, the express waiver by the shareholders of their preferential subscription right for the shares to which such negotiable securities give entitlement to,

specifies that the delegation of power so conferred upon the Board of Directors shall be valid for a period of twenty-six (26) months as from the date of this general shareholders' meeting, and shall terminate any prior delegation of power having the same purpose,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to set the dates and the terms and conditions of any issuance, as well as the forms and characteristics of the shares or negotiable securities giving access to the share capital to be issued, with or without a premium;
- to set the amounts to be issued, the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the capital to be issued, the paying up method, and, if applicable, the modalities for exercising the rights of exchange, conversion, reimbursement or distribution in any other manner of equity securities or securities giving access to the share capital;
- to make any adjustments required in accordance with legal or regulatory provisions and, as the case may be, applicable contractual terms, to protect the rights of the bearers of negotiable securities and other rights giving access to the share capital of the Company; and

- to suspend, if applicable, the exercise of the rights attached to these negotiable securities for a maximum of three months,

resolves that the Board of Directors may:

- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take all required decisions for the admission of said shares and negotiable securities to trading on the Euronext Growth market in Paris and, in a general way;
- to take any measures, enter into any agreement, and perform any formalities necessary for the successful conclusion of the proposed issue, as well as in order to render the resulting capital increase definitive, and to make corresponding modifications to the bylaws.

Tenth resolution

Delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any negotiable securities, with cancellation of shareholders' preferential subscription rights, and through public offering

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 with the provisions of Articles L. 225-129 et seq. of the French Commercial Code, and in particular Articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-135-1, L. 225-136, L. 228-91, L. 228-92 and L. 228-93,

delegates to the Board of Directors, with the option to delegate and subdelegate in accordance with applicable legal requirements, its power to decide on the issue, by public offering, through one or more issuances, in the proportions and at the times it deems fit, in France or abroad, of ordinary Company shares or equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities, and/or negotiable securities (including any debt securities) giving access to Company shares or to the shares of any company holding directly or indirectly more than half of the Company's share capital or of which the Company directly or indirectly owns more than half of the share capital, with the understanding that said securities may be issued in euros, in foreign currencies or in any monetary unit established with reference to several currencies, as decided by the Board of Directors, and paid up in cash, including by offsetting receivables,

resolves that the negotiable securities thus issued may consist of debt securities, be associated with the issuance of such securities, or permit the issuance thereof as intermediate securities,

resolves to cancel the preferential subscription right of the shareholders on the ordinary shares or negotiable securities issued pursuant to this delegation of power,

takes note, as necessary, that this delegation of power shall automatically entail, in favor of the bearers of the negotiable securities which, if applicable, are issued under this delegation of power, the express waiver by the shareholders of their preferential subscription right for the shares to which such negotiable securities give entitlement to,

resolves to set at €698,336.75 (or the exchange value in the event of an issuance in another currency) the maximum par value of the capital increases that may be performed, immediately or in the future, under this resolution, it being specified that:

- the maximum nominal amount of the capital increases that may be carried out pursuant to this delegation shall be deducted from the overall ceiling set in the Sixteenth resolution hereunder;
- to these ceilings shall be added, if applicable, the nominal value of shares in order to safeguard, pursuant to the law and, if appropriate, applicable contractual stipulations, the rights of the bearers of negotiable securities and other rights giving access to the share capital,

resolves to set at €10,000,000 (or the exchange value in the event of an issuance in another currency) the maximum par amount of the debt securities that may be issued under this delegation of power, it being specified that:

- such amount shall be increased, if applicable, by any redemption premium above par;
- this amount shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder;
- such ceiling shall not apply to debt securities referred to in Articles L. 228-40, L. 228-36-A and L. 228-92 para. 3 of the French Commercial Code, the issuance whereof would be decided by the Board of Directors under the conditions stipulated by Article L. 228-40 of the French Commercial Code, or under the other cases, and under the conditions set out by the Company pursuant to the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that, if the subscriptions do not absorb such an issuance in its entirety, the Board of Directors may use one of the following options as it deems fit:

- limit the issuance to the amount of subscriptions, provided that the latter is at least three-quarters of the issuance initially decided;
- freely distribute all or part of the non-subscribed shares issued between the persons of its choice; and
- offer to the public, on the French or international market, all or part of the non-subscribed shares issued,

resolves that the issue price of the shares and negotiable securities that may be issued pursuant to this delegation shall be set by the Board and shall be at least equal to the weighted average price over the last five (5) trading sessions preceding the price setting date, less, if applicable, a maximum discount of 25%, it being specified that the issue price of the negotiable securities giving access to the share capital shall be such as the sum received immediately by the Company, increased, if applicable, by the one which it may later receive, that is, for each share issued as a result of the issuance of such securities, at least equal to the issue price defined above,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to set the dates and the terms and conditions of any issuance, as well as the forms and characteristics of the shares or negotiable securities giving access to the share capital to be issued, with or without a premium;

- to set the amounts to be issued, the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the capital to be issued, the paying up method, and, if applicable, the modalities for exercising the rights of exchange, conversion, reimbursement or distribution in any other manner of equity securities or securities giving access to the share capital;
- to proceed with any adjustments required in application of the legal or regulatory provisions and, if applicable, the applicable contractual stipulations, in order to protect the rights of the bearers of negotiable securities and other rights giving access to the Company's share capital; and
- to suspend, if applicable, the exercise of the rights attached to these negotiable securities for a maximum of three months,

resolves that the Board may:

- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take all required decisions for the admission of said shares and securities to trading on the Euronext Growth market in Paris and, in a general way;
- to take any measures, enter into any agreement, and perform any formalities necessary for the successful conclusion of the proposed issue, as well as in order to render the resulting capital increase definitive, and to make corresponding modifications to the bylaws,

specifies that the delegation of power so conferred upon the Board of Directors shall be valid for a period of twenty-six (26) months as from the date of this general shareholders' meeting, and shall terminate any prior delegation of power having the same purpose.

Eleventh resolution

Delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any negotiable securities, with cancellation of shareholders' preferential subscription rights, within the framework of an offer to qualified investors or a restricted group of investors as set out in Article L. 411-2 of the French Monetary and Financial Code

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 with the provisions of Articles L. 228-129 et seq. of the French Commercial Code, and in particular with Articles L. 225-129-2, L. 225-135, L. 225-135-1, L. 225-136, L. 228-91, L. 228-92 and L. 228-93,

delegates to the Board of Directors its authority to decide on the issue, through one or more issuances, in the proportions and at the times it deems fit, in France or abroad, of ordinary Company shares or equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities, and/or negotiable securities (including any debt securities) giving access to Company shares or to the shares of any company holding directly or indirectly more than half of the Company's share capital or of which the Company directly or indirectly owns more than half of the share capital, with the understanding that said securities may be issued in euros, in foreign currencies or in any monetary unit established with reference to several currencies, as decided by the Board of Directors, and paid up in cash, including by offsetting receivables, within the framework of an offer to qualified investors or a restricted group of investors as set out in section II.2 of Article L. 411-2 of the French Monetary and Financial Code,

resolves that the negotiable securities thus issued may consist of debt securities, be associated with the issuance of such securities, or permit the issuance thereof as intermediate securities,

resolves to cancel the preferential subscription right of the shareholders on the ordinary shares or negotiable securities issued pursuant to this delegation of power,

takes note, as necessary, that this delegation shall automatically entail, to the benefit of the bearers of the negotiable securities as may be thus issued, the express waiver by the shareholders of their preferential subscription right for the shares to which such negotiable securities give right,

resolves that the total par amount of the share capital increases which may be performed immediately and/or at a future date, under this delegation of power, cannot be greater than €698,336.75, nor, in any event, exceed the limits set forth by the applicable regulations on the date of issuance (by way of indication, on the day of this General Shareholders' Meeting, the issuance of shares of capital made by an offer set out in Article L. 411-2 II of the Monetary and Financial Code is limited to 20% of the Company's capital per year, the said capital being assessed on the day of the decision of the Board of Directors to use this delegation of power), a maximum amount to which there shall be added, if applicable, the additional amount of shares to be issued, in order to preserve, pursuant to the legal or regulatory provisions, and, if applicable, the applicable contractual terms, the rights of the bearers of the negotiable securities giving access to shares,

resolves, in addition, that the total nominal amount of any share capital increase that may be carried out in this way shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder,

resolves to set at €10,000,000 (or the exchange value in the event of an issuance in another currency) the maximum par amount of the debt securities that may be issued under this delegation of power, it being specified that:

- such amount shall be increased, if applicable, by any redemption premium above par;
- this amount shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder;
- such ceiling shall not apply to debt securities referred to in Articles L. 228-40, L. 228-36-A and L. 228-92 para. 3 of the French Commercial Code, the issuance whereof would be decided by the Board of Directors under the conditions stipulated by Article L. 228-40 of the French Commercial Code, or under the other cases, and under the conditions set out by the Company pursuant to the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that, if the subscriptions do not absorb such an issuance in its entirety, the Board may use one of the following options as it deems fit:

- limit the issuance to the amount of subscriptions, provided that the latter is at least three-quarters of the issuance initially decided;

- freely distribute all or part of the non-subscribed shares issued between the persons of its choice,

resolves that the price of the shares and negotiable securities that may be issued pursuant to this delegation shall be set by the Board and shall be at least equal to the weighted average price over the last five (5) trading sessions preceding the price setting date, less, if applicable, a maximum discount of 25%, with the understanding that the issue price of the securities giving access to the share capital shall be such that the sum received immediately by the Company, plus, if applicable, the sum that may be received by it subsequently, for each share issued as a result of the said securities, is at least equal to the issue price defined above,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to set the dates and the terms and conditions of any issuance, as well as the forms and characteristics of the shares or negotiable securities giving access to the share capital to be issued, with or without a premium;
- to set the amounts to be issued, the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the capital to be issued, the paying up method, and, if applicable, the modalities for exercising the rights of exchange, conversion, reimbursement or distribution in any other manner of equity securities or securities giving access to the share capital;
- to proceed with any adjustments required in application of the legal or regulatory provisions and, if applicable, the applicable contractual stipulations, in order to protect the rights of the bearers of negotiable securities giving access to the Company's share capital; and
- to suspend, if applicable, the exercise of the rights attached to these negotiable securities for a maximum of three months,

resolves that the Board of Directors may:

- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take all required decisions for the admission of said shares and negotiable securities to trading on the Euronext Growth market in Paris and, in a general way;
- take any measures, enter into any agreements, and carry out any formalities necessary for the successful conclusion of the proposed issue, as well as in order to render the resulting capital increase definitive, and to make corresponding modifications to the bylaws,

records that this delegation does not have the same purpose as the Seventeenth resolution of this General Meeting, as it is not a general delegation of authority for capital increases without preferential subscription rights, but a delegation of authority for capital increases without preferential subscription rights through the issue of shares within the framework of an offer covered by Article L. 411-2, II of the French Monetary and Financial Code,

accordingly **takes note** of the fact that this delegation does not nullify the tenth resolution of the General Shareholders' Meeting, the validity and duration of which are not affected by this delegation of power.

specifies that the delegation of power so conferred upon the Board shall be valid for a period of twenty-six (26) months, as from the date of the present meeting, and shall terminate any prior delegation of powers having the same purpose.

Twelfth resolution

Delegation of power to the Board for the purpose of increasing the number of securities to be issued in the case of a capital with or without a preferential subscription right

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 with the provisions of Articles L. 225-129, L. 225-129-2, L. 225-135, L. 225-135-1 et seq., L. 228-91 and L. 228-92 of the French Commercial Code,

delegates to the Board the authority to increase the number of shares or negotiable securities to be issued in the event of oversubscription of the Company's capital increases with or without preferential subscription rights decided pursuant to the Nineteenth resolution, Tenth resolution and Eleventh resolution above, in accordance with Articles L. 225-135-1 and R. 225-118 of the French Commercial Code (i.e. currently within thirty days of the subscription closing date, at the same price as that of the initial issue and within the limit of 15% of the initial issue), with said shares carrying the same rights as existing shares, subject to their entitlement date,

specifies that the nominal amount of any share capital increase decided under this delegation within the scope of Company capital increases with or without preferential subscription rights decided pursuant to the above-mentioned resolutions shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder, and may be topped up with the additional amount of shares or negotiable securities to be issued to preserve the rights of holders of negotiable securities and other equity rights, in accordance with legal requirements and any contractual stipulations that may be applicable,

resolves that the present delegation shall be given to the Board of Directors for a term of twenty-six (26) months as from the date of the present meeting, and shall terminate any prior delegation having the same purpose,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to set the dates and the terms and conditions of any issuance, as well as the forms and characteristics of the shares or negotiable securities giving access to the share capital to be issued, with or without a premium;
- to set the amounts to be issued, the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the capital to be issued, the paying up method, and, if applicable, the modalities for exercising the rights of exchange, conversion, reimbursement or distribution in any other manner of equity securities or securities giving access to the share capital;
- to make any adjustments required in accordance with legal or regulatory provisions and, as the case may be, applicable contractual terms, to protect the rights of the bearers of negotiable securities and other rights giving access to the share capital of the Company; and

- to suspend, if applicable, the exercise of the rights attached to these negotiable securities for a maximum of three months,

resolves that the Board may:

- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take any decision with a view to the admission of the shares, and any other securities issued, to trading on the Euronext regulated market in Paris or any market on which the Company's shares are admitted for trading and, in general;
- to take any measures, enter into any agreement, and perform any formalities necessary for the successful conclusion of the proposed issue, as well as in order to render the resulting capital increase definitive, and to make corresponding modifications to the bylaws.

Thirteenth resolution

Delegation of powers to be granted to the Board of Directors in order to increase the share capital by issuing ordinary shares or any negotiable securities giving access to capital, with cancellation of shareholders' preferential subscription rights in favor of an initial category of persons.

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 with the provisions of Articles L. 225-129 et seq. of the French Commercial Code, and in particular Articles L. 225-129-2, L. 225-129-4, L. 225-135, L. 225-138, and L. 228-91 et seq. of the French Commercial Code,

delegates to the Board of Directors, with the option to delegate and subdelegate in accordance with applicable legal requirements, its power to decide on one or more capital increases, in the proportions and at the times it deems fit, through the issuance, in France or abroad, of ordinary Company shares or equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities, and/or negotiable securities (including any debt securities) giving access to Company shares to be issued, with the understanding that said securities may be issued in euros, in foreign currencies or in any monetary unit established with reference to several currencies, as decided by the Board of Directors, and paid up in cash, including by offsetting receivables,

resolves that the negotiable securities thus issued may consist of debt securities, be associated with the issuance of such securities, or permit the issuance thereof as intermediate securities,

resolves to cancel the shareholders' preferential subscription right to ordinary shares of the Company and/or to any negotiable securities and/or to any debt securities to be issued to the following category of persons:

- companies and investment funds (including, without limitation, any venture capital companies or investment funds, in particular any FPCI, FCPI or FIP), whether or not they are Company shareholders, investing on a principal basis or having invested over the last 36 months over €5 million in “small caps” or “mid caps” (i.e. companies whose capitalization, when listed, does not exceed €1,000,000,000) operating in the healthcare or biotechnology sectors,

takes note, as necessary, that this delegation shall automatically entail, to the benefit of the bearers of the negotiable securities as may be thus issued, the express waiver by the shareholders of their preferential subscription right for the shares to which such negotiable securities give right,

resolves that the total nominal amount of share capital increases that may be performed immediately and/or in future pursuant to this authorization may not exceed €698,336.75, or the equivalent in foreign currency, a maximum amount to which shall be added, if necessary, the additional amount of shares to be issued, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, to preserve the rights of holders of securities and other rights giving access to shares,

resolves, in addition, that the total nominal amount of any share capital increase that may be carried out shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder,

resolves to set at €10,000,000 (or the exchange value in the event of an issuance in another currency) the maximum par amount of the debt securities that may be issued under this delegation of power, it being specified that:

- such amount shall be increased, if applicable, by any redemption premium above par;
- this amount shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder;
- such ceiling shall not apply to debt securities referred to in Articles L. 228-40, L. 228-36-A and L. 228-92 para. 3 of the French Commercial Code, the issuance whereof would be decided by the Board of Directors under the conditions stipulated by Article L. 228-40 of the French Commercial Code, or under the other cases, and under the conditions set out by the Company pursuant to the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that the price of the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the weighted average price over the last 5 trading sessions preceding the price setting date, less, if applicable, a maximum discount of 25%, taking into account their entitlement date if applicable, with the understanding that (i) in the event of the issue of negotiable securities giving access to the share capital, the issue price of the shares that may result from their exercise, conversion or exchange may be determined, at the Board's discretion, on the basis of a calculation formula defined by the Board and subsequently applied to the issue of said negotiable securities (e.g. upon their exercise, conversion or exchange), in which case the above-mentioned minimum issue price may be calculated, if the Board deems it appropriate, on the date of application of said formula (rather than on the issue price setting date), and (ii) the issue price of the negotiable securities possibly giving access to the share capital that may be issued under this resolution shall be such that the sum received immediately by the Company, plus the sum received on the exercise or conversion of said negotiable securities, for each share issued as a result of said securities, is at least equal to the minimum amount defined above,

specifies that the delegation of authority thus granted to the Board of Directors is valid for a period of eighteen (18) months as from the date of this meeting,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to decide the amount of the capital increase, the issue price (it being specified that such price shall be determined pursuant to the above-decided price-setting terms) as well as the amount of the premium which may, if applicable, be required on issuance;
- to set the dates, terms and conditions of any issuance, as well as the forms and characteristics of the shares or negotiable securities giving access to the share capital to be issued;
- the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the share capital to be issued, their mode of being paid up;
- to decide upon the list of beneficiaries within the above-mentioned category of persons, and the number of securities to be allocated to each one of them;
- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take note of the completion of each capital increase, and to proceed with the corresponding modifications of the bylaws;
- generally speaking, to enter into any agreement, notably to ensure the successful conclusion of planned issues, and to perform any formalities necessary for the issuance, listing and financial servicing of the securities issued under this delegation of power as well as the exercise of the rights attached thereto;
- to take any decision with a view to the admission of the equity securities and other securities thus issued to any market in which the Company's shares may be admitted for trading;

takes note of the fact that, should the Board of Directors use the delegation of power which is conferred upon it in this resolution, the Board shall render a report at the following Ordinary General Shareholders' Meeting, pursuant to the laws and regulations, of the use of the powers conferred in this resolution.

Fourteenth resolution

Delegation of powers to be granted to the Board of Directors in order to increase the share capital by issuing ordinary shares or any negotiable securities giving access to capital, with cancellation of shareholders' preferential subscription rights in favor of a second category of persons.

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 with the provisions of Articles L. 225-129 et seq. of the French Commercial Code, and in particular Articles L. 225-129-2, L. 225-129-4, L. 225-135, L. 225-138, and L. 228-91 et seq. of the French Commercial Code,

delegates to the Board of Directors, with the option to delegate and subdelegate in accordance with applicable legal requirements, its power to decide on one or more capital increases, in the proportions and at the times it deems fit, through the issuance, in France or abroad, of ordinary Company shares or equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities, and/or negotiable securities (including any debt securities) giving access to Company shares to be issued, with the understanding that said securities may be issued in euros, in foreign currencies or in any monetary unit established with reference to several currencies, as decided by the Board of Directors, and paid up in cash, including by offsetting receivables,

resolves that the negotiable securities thus issued may consist of debt securities, be associated with the issuance of such securities, or permit the issuance thereof as intermediate securities,

resolves to cancel the shareholders' preferential subscription right to ordinary shares of the Company and/or to any negotiable securities and/or to any debt securities to be issued to the following category of persons:

- manufacturing companies operating in the healthcare or biotechnology sectors, acquiring a stake in the Company, whether directly or via a company they control or which controls them within the meaning of Article L. 233-3 I of the French Commercial Code, possibly on the signing of a partnership or trade agreement with the Company, for a unit investment amount of more than €100,000 (issue premium included),

takes note, as necessary, that this delegation shall automatically entail, to the benefit of the bearers of the negotiable securities as may be thus issued, the express waiver by the shareholders of their preferential subscription right for the shares to which such negotiable securities give right,

resolves that the total nominal amount of share capital increases that may be performed immediately and/or in future pursuant to this authorization may not exceed €698,336.75, or the equivalent in foreign currency, a maximum amount to which shall be added, if necessary, the additional amount of shares to be issued, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, to preserve the rights of holders of securities and other rights giving access to shares,

resolves, in addition, that the nominal amount of any share capital increase that may be carried out in this way shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder,

resolves to set at €10,000,000 (or the exchange value in the event of an issuance in another currency) the maximum par amount of the debt securities that may be issued under this delegation of power, it being specified that:

- such amount shall be increased, if applicable, by any redemption premium above par;
- this amount shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder;
- such ceiling shall not apply to debt securities referred to in Articles L. 228-40, L. 228-36-A and L. 228-92 para. 3 of the French Commercial Code, the issuance whereof would be decided by the Board of Directors under the conditions stipulated by Article L. 228-40 of the French Commercial Code, or under the other cases, and under the conditions set out by the Company pursuant to the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that the price of the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the weighted average price over the last 5 trading sessions preceding the price setting date, less, if applicable, a maximum discount of 25%, taking into account their entitlement date if applicable, with the understanding that (i) in the event of the issue of negotiable securities giving access to the share capital, the issue price of the shares that may result from their exercise, conversion or exchange may be determined, at the Board's discretion, on the basis of a calculation formula defined by the Board and subsequently applied to the issue of said negotiable securities (e.g. upon their exercise, conversion or exchange), in which case the above-mentioned minimum issue price may be calculated, if the Board deems it appropriate, on the date of application of said formula (rather than on the issue price setting date), and (ii) the issue price of the negotiable securities possibly giving access to the share capital that may be issued under this resolution shall be such that the sum received immediately by the Company, plus the sum received on the exercise or conversion of said negotiable securities, for each share issued as a result of said securities, is at least equal to the minimum amount defined above,

specifies that the delegation of authority thus granted to the Board of Directors is valid for a period of eighteen (18) months as from the date of this meeting,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to decide the amount of the capital increase, the issue price (it being specified that such price shall be determined pursuant to the above-decided price-setting terms) as well as the amount of the premium which may, if applicable, be required on issuance;
- to set the dates, terms and conditions of any issuance, as well as the forms and characteristics of the shares or negotiable securities giving access to the share capital to be issued;
- the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the share capital to be issued, their mode of being paid up;
- to decide upon the list of beneficiaries within the above-mentioned category of persons, and the number of securities to be allocated to each one of them;
- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take note of the completion of each capital increase, and to proceed with the corresponding modifications of the bylaws;
- generally speaking, to enter into any agreement, notably to ensure the successful conclusion of planned issues, and to perform any formalities necessary for the issuance, listing and financial servicing of the securities issued under this delegation of power as well as the exercise of the rights attached thereto;
- to take any decision with a view to the admission of the equity securities and other securities thus issued to any market in which the Company's shares may be admitted for trading,

takes note of the fact that, should the Board of Directors use the delegation of power which is conferred upon it in this resolution, the Board shall render a report at the following Ordinary General Shareholders' Meeting, pursuant to the laws and regulations, of the use of the powers conferred in this resolution.

Fifteenth resolution

Delegation of authority granted to the Board of Directors to increase the share capital immediately or in the future through the issue of ordinary shares, equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities and/or negotiable securities giving access to equity securities, with cancellation of shareholders' preferential subscription rights in favor of a category of persons, within the framework of an equity line of credit,

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 with the provisions of Articles L. 225-129 et seq. of the French Commercial Code, and in particular Articles L. 225-129-2, L. 225-129-4, L. 225-135, L. 225-138, and L. 228-91 et seq. of the French Commercial Code,

delegates to the Board of Directors, with the option to delegate and subdelegate in accordance with applicable legal requirements, its power to carry out, in the proportions and at the times it deems fit, one or more capital increases through the issuance, in France or abroad, of ordinary Company shares or equity securities giving access to other equity securities or giving entitlement to the allotment of debt securities, and/or negotiable securities (including any debt securities) giving access to Company shares, with the understanding that said securities may be issued in euros, in foreign currencies or in any monetary unit established with reference to several currencies, as decided by the Board of Directors, and paid up in cash, including by offsetting receivables,

resolves that the negotiable securities thus issued may consist of debt securities, be associated with the issuance of such securities, or permit the issuance thereof as intermediate securities,

resolves to cancel the shareholders' preferential subscription right to ordinary shares of the Company and/or to any negotiable securities and/or to any debt securities to be issued to the following category of persons:

- any credit institution, investment services provider, member of an investment banking syndicate, investment fund, or company underwriting the capital increase or any issue that may result in a future capital increase under this delegation, as part of the set-up of an equity financing line,

takes note, as necessary, that this delegation shall automatically entail, to the benefit of the bearers of the negotiable securities as may be thus issued, the express waiver by the shareholders of their preferential subscription right for the shares to which such negotiable securities give right,

resolves that the total nominal amount of share capital increases that may be performed immediately and/or in future pursuant to this authorization may not exceed €698,336.75, or the equivalent in foreign currency, a maximum amount to which shall be added, if necessary, the additional amount of shares to be issued, in accordance with legal or regulatory provisions and, where applicable, the relevant contractual provisions, to preserve the rights of holders of securities and other rights giving access to shares,

resolves to set at €10,000,000 (or the exchange value in the event of an issuance in another currency) the maximum par amount of the debt securities that may be issued under this delegation of power, it being specified that:

- such amount shall be increased, if applicable, by any redemption premium above par,
- such ceiling shall not apply to debt securities referred to in Articles L. 228-40, L. 228-36-A and L. 228-92 para. 3 of the French Commercial Code, the issuance whereof would be decided by the Board of Directors under the conditions stipulated by Article L. 228-40 of the French Commercial Code, or under the other cases, and under the conditions set out by the Company pursuant to the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that the issue price of the shares that may be issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the weighted average price over the last 5 trading sessions preceding the price setting date, less, if applicable, a maximum discount of 25%, taking into account their entitlement date if applicable, with the understanding that (i) in the event of the issue of negotiable securities giving access to the share capital, the issue price of the shares that may result from their exercise, conversion or exchange may be set, at the Board's discretion, on the basis of a calculation formula defined by the Board and subsequently applied to the issue of said negotiable securities (e.g. upon their exercise, conversion or exchange), in which case the above-mentioned maximum discount may be calculated, if the Board deems it appropriate, on the date of application of said formula (rather than on the issue price setting date), and (ii) the issue price of the negotiable securities possibly giving access to share capital that may be issued under this resolution shall be such that the sum received immediately by the Company, plus the sum received on the exercise or conversion of said negotiable securities, for each share issued as a result of said securities, is at least equal to the minimum amount defined above,

specifies that the delegation of authority thus granted to the Board of Directors is valid for a period of eighteen (18) months as from the date of this meeting and supersedes any prior delegation having the same purpose,

resolves that the Board of Directors shall have all powers, with an option of sub delegation within the terms stipulated by law, in order to implement, according to terms set by law and by the bylaws, this delegation of power, particularly for the following purpose:

- to decide on the amount of the capital increase, the issue price (with the understanding that this price shall be determined in accordance with the price setting terms defined above), as well as the amount of the issue premium that may be requested;
- to set the dates, terms and conditions of any issue, as well as the form and characteristics of the shares or negotiable securities giving access to the share capital to be issued;
- to set the dividend eligibility date, which may be retroactive, of the shares or negotiable securities giving access to the share capital to be issued, their mode of being paid up;
- to define the list of beneficiaries within the above-mentioned categories of persons, and the number of securities to be allocated to each of them;

- upon its sole initiative, and as and when it deems appropriate, to charge the expenses, duties and fees brought about by the capital increases completed under the delegation of powers specified in the present resolution, against the amount of the premiums pertaining to such transactions, and to deduct from the amount of such premiums the sums necessary to bring the legal reserve to one-tenth of the new share capital amount, after each transaction;
- to take note of the completion of each capital increase, and to proceed with the corresponding modifications of the bylaws;
- generally speaking, to enter into any agreement, notably to ensure the successful conclusion of planned issues, and to perform any formalities necessary for the issuance, listing and financial servicing of the securities issued under this delegation of power as well as the exercise of the rights attached thereto;
- to make all required decisions for the admission of said shares and negotiable securities to trading on any market where the Company's shares are traded,

takes note of the fact that, in the event of the Board's use of the delegation of authority granted to it under this resolution, the Board shall report on the use made of such authorization, in accordance with applicable laws and regulations.

Sixteenth resolution

Overall limitation of the amount of the issues carried out under the Ninth resolution Tenth resolution, Eleventh resolution, Twelfth resolution, Thirteenth resolution, Fourteenth resolution and Twenty-second resolution of this meeting

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 overall maximum nominal amount of capital increases that may be performed pursuant to the authorizations granted under the Ninth resolution Tenth resolution, Eleventh resolution, Twelfth resolution, Thirteenth resolution, Fourteenth resolution and Twenty-second resolution of this meeting may not exceed €1,047,505.10, on the understanding that to this limit shall be added the additional amount of shares to be issued to preserve, in accordance with legal or regulatory provisions and where applicable, the relevant contractual provisions, the rights of holders of securities or other rights giving access to shares;
- the overall maximum nominal amount of debt securities that can be issued under the powers conferred in the resolutions above is set at €20,000,000 (or the equivalent on the date of issue of such amount in foreign currency or in units of account established with reference to several currencies), it being specified that such ceiling shall not apply to the debt securities for which the issuance may be decided or authorized by the Board of Directors pursuant to Article L. 228-40 of the French Commercial Code, or in other cases, pursuant to the conditions determined by the Company in accordance with the provisions of Article L. 228-36-A of the French Commercial Code.

Seventeenth resolution

Delegation of competence granted to the Board for the purpose of increasing capital through the incorporation of premiums, reserves, profits or other

The General Shareholders' Meeting, ruling upon the quorum and majority conditions set forth in Article L. 225-130 of the French Commercial Code,

having reviewed the Board of Directors' report,

in accordance, in particular, with the provisions of Articles L. 225-129, L. 225-129-2, and L. 225-130 of the French Commercial Code,

delegates to the Board of Directors, with an option of sub delegation under the terms provided for by law, competence to decide upon one or more capital increases through the incorporation into the share capital of premiums, reserves, profits or other, the capitalization of which will be possible legally and in accordance with the bylaws, and in the form of the allocation of new free shares, raising of the nominal value of the existing shares, or the joint use of both procedures, said shares conferring the same rights as the former shares, subject to their dividend eligibility date,

resolves that the total nominal amount of the share capital increases which can be thus completed either immediately and/or at a later date, cannot be greater than €140,000, an amount to which there shall be added, if applicable, the additional amount of the shares to be issued, in order to preserve, pursuant to legal or regulatory provisions, and, if applicable, applicable contractual stipulations, the rights of the bearers of negotiable securities and other rights giving access to the shares, it being specified that such ceiling shall be set in a way that is autonomous and distinct from the ceiling referred to the Sixteenth resolution above,

resolves, pursuant to the provisions of Article L. 225-130 of the French Commercial Code, that in the case of usage by the Board of the present delegation, the rights forming odd lots shall not be negotiable, and that the corresponding securities shall be sold, the sums coming from the sale being allocated to the holders of the rights within a period of time set by regulation,

resolves that the present delegation shall be given to the Board of Directors for a term of twenty-six (26) months as from the date of the present General Shareholders' Meeting, and shall terminate any prior delegation having the same purpose.

Eighteenth 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 170,000 shares of a nominal value of €0.05 each;
- this number shall be deducted from the overall ceiling set out in the Twenty-first 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.

Nineteenth 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 1,000,000 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 BSPCEs to 1,000,000 shares of a nominal value of €0.05, with the understanding that this number shall be deducted from the overall ceiling set out in the Twenty-first 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 (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 €0.05, 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 1,000,000 shares of a nominal value of €0.05 each 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 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 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.

Twentieth 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 500,000 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 500,000 shares of a nominal value of €0.05 each, with the understanding that this number shall be deducted from the overall ceiling set out in the Twenty-first 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 €0.05 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 500,000 shares of a nominal value of €0.05 each 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.

Twenty-first resolution

Overall limitation of the amount of the issues carried out under the Eighteenth to Twentieth 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 Eighteenth resolution above, (ii) the founders' warrants that may be awarded under the Nineteenth resolution above and (iii) the shares that may be issued upon exercise of the share subscription warrants that may be awarded under the Twentieth resolution above may not exceed 1,000,000 shares of a nominal value of €0.05, 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.

Twenty-second 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 €41,900.20, 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, in addition, that the nominal amount of any share capital increase that may be carried out in this way shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder,

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), with the understanding that this amount shall be deducted from the overall ceiling set out in the Sixteenth resolution hereunder,

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. 3332-19 of the French Labor Code and may not be greater than the average of the listed prices at the twenty stock market sessions preceding the day of the decision of the Board of Directors setting the opening subscription date nor lower by more than 20% of this average 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,

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.

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