



Public limited company with a capital of 27,876,782.50 euros
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DOCUMENTS RELATED TO
THE GENERAL MEETING OF SHAREHOLDERS
OF FEBRUARY 6, 2023

Translation for information purposes only

This document is a free translation (the “Translation”) of Onxeo’s “ASSEMBLÉE GÉNÉRALE DES ACTIONNAIRES DU 6 FEVRIER 2023 - BROCHURE DE CONVOCATION”, dated January 18th, 2023. This Translation is provided for convenience and information purposes only. In the event of any ambiguity or conflict between the statements or other items contained herein and the corresponding statements in the French language “ASSEMBLÉE GÉNÉRALE DES ACTIONNAIRES DU 6 FEVRIER 2023 - BROCHURE DE CONVOCATION”, the “ASSEMBLÉE GÉNÉRALE DES ACTIONNAIRES DU 6 FEVRIER 2023 - BROCHURE DE CONVOCATION” shall prevail.



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On January 18th, 2023

Ladies and gentlemen,

The shareholders are informed that they are invited to an extraordinary general meeting of the shareholders convened on **February 6th, 2023 at 2 p.m. CET**, at the Hôtel Renaissance Paris Nobel Tour Eiffel, 55 avenue Raymond Poincaré, 75116 Paris, called to rule on the meeting agenda and on the following draft resolutions:

Enclosed are the following documents:

- Agenda;
- Text of the resolutions;
- Business Overview;
- Request for the sending of additional documents;
- Terms of participation in the general meeting.

AGENDA (COMPETENCE OF THE EXTRAORDINARY GENERAL MEETING)

1. Authorization for a capital reduction motivated by losses through a reduction in the par value of the Company's shares and delegation of powers to the Board of Directors to carry it out,
2. delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any other securities, with preferential subscription rights for shareholders, up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of adoption and implementation of the First Resolution)
3. delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any other securities, without shareholders' pre-emptive subscription rights, by means of a public offering (other than the offerings referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code), up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of the adoption and implementation of the First Resolution)
4. delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any other securities, without shareholders' pre-emptive subscription rights, in connection with an offer referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code
5. delegation of authority to be granted to the Board of Directors to increase the amount of issues with or without pre-emptive rights that would be decided pursuant to resolutions 2 to 4 above, in accordance with the provisions of article L. 225-135-1 of the French Commercial Code
6. delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares or any other securities, without shareholders' pre-emptive subscription rights, for the benefit of a first category of persons meeting specified characteristics (up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of the adoption and implementation of the First Resolution) - investors active in the healthcare or biotechnology sectors)
7. delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares or any other securities, without shareholders' pre-emptive subscription rights, for the benefit of a second category of persons meeting specified characteristics (up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of adoption and implementation of the First Resolution) - industrial companies operating in the health or biotechnology sectors)
8. delegation of authority to be granted to the Board of Directors to increase the capital immediately or in the future by issuing ordinary shares and/or securities, without shareholders' pre-emptive subscription rights, for the benefit of a category of persons meeting specified characteristics, in the context of an equity or bond financing agreement
9. authorization to be granted to the Board of Directors to increase the share capital by issuing shares and securities giving access to the Company's capital for the benefit of employees participating in the Group's savings plan
10. setting the overall limits on the amount of the issues carried out pursuant to resolutions 2 to 9 above
11. authorization of a reverse stock-split of the Company's shares by allotting 1 new ordinary share of 0.50 euro par value for every 2 ordinary shares of 0.25 euro par value held (or for every 2 ordinary shares of 0.10 euro par value held in the event of the adoption and implementation of the First Resolution) and to delegation of powers to the Board of Directors to carry it out.



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12. Powers to carry out formalities.

TEXT OF THE RESOLUTIONS (EXTRAORDINARY)

First resolution

Authorization for a capital reduction motivated by losses through a reduction in the par value of the Company's shares and delegation of powers to the Board of Directors to carry it out

The General Meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings, having reviewed:

- the report of the Board of Directors and the special report of the Statutory Auditor, in accordance with the provisions of Article L.225-204 of the Commercial Code
- the fact that the corporate financial statements for the year ended December 31, 2021, approved by the Annual General Meeting of June 15, 2022, showed a loss of (4,332,379) euros, allocated in full to the "Retained Earnings" account, the balance of which, after appropriation, has been brought to a debit balance of (17,245,545) euros,

Authorized a reduction in share capital due to losses by reducing the par value of the Company's shares from 0.25 euro to 0.10 euro, for a maximum amount of 17,000,000 euros, it being specified that the reduction in share capital will in any event be carried out within the limit of (i) the amount of losses recorded by the Company on the date of implementation of this authorization, and (ii) the legal and regulatory thresholds for share capital, and in particular the minimum amount provided for in article L. 224-2 of the French Commercial Code;

Sets the period of validity of the delegation of powers referred to in this resolution at twelve (12) months from the date of this General Meeting, i.e. until February 6, 2024, at which time it will be considered null and void if the Board of Directors has not made use of it.

Resolved that the Board of Directors shall have full powers to:

- carry out the above authorized reduction in share capital by reducing the par value of the Company's shares from 0.25 euro to 0.10 euro, and consequently to determine the final amount of the reduction in share capital, within the limits set out above
- to allocate the final amount of the capital reduction to the "Retained Earnings" account and, if applicable, to an unavailable reserve account, entitled "Unavailable Reserve", intended to be used to offset future losses and to which will be charged, by decision of the Company's Shareholders' Meeting and to the extent of the same, the loss for the fiscal year beginning January 1, 2022 resulting from the corporate financial statements duly approved by the Company's Shareholders' Meeting;
- to decide that the amount of the reduction in share capital, allocated to the unavailable reserves item entitled "Unavailable reserve", shall not be distributable and may not be allocated in any way other than that provided for in this resolution, it being specified that any credit balance in the said item after allocation of the loss for the fiscal year beginning January 1, 2022, may be reincorporated into the share capital, if necessary, by means of a capital increase through the incorporation of reserves, in the event that the said loss does not exhaust the entire "Unavailable reserve" item;
- to amend the Company's by-laws accordingly; and
- in general, to take all measures and carry out all formalities required for the reduction of the share capital due to losses by reducing the par value of the Company's shares.

Second resolution

Delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any other securities, with preferential subscription rights for shareholders, up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of adoption and implementation of the First Resolution)

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings and noting that the capital is fully paid up,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 and following of the commercial code, and in particular its articles L. 225-129 to L. 225-129-6, L. 22-10-49, L. 225-132, L. 225-133, L. 225-134, L. 228-91, L. 228-92 and L. 228-93,

delegated its authority to the board of directors, with the option of delegation or sub-delegation, in accordance with the legal conditions, for the purpose of deciding, in the proportions and at the times of its choosing, on one or several capital increases through the issuing in France and abroad of ordinary shares in the Company or equity securities providing access to other equity securities or creating a right to the allocation of debt securities and/or other securities (including all debt securities) providing access to the Company's equity securities or those of any company directly or indirectly possessing more than half its equity or in which it directly or indirectly holds more than half the equity, with the possibility for the said securities to be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the choice of the board of directors, the payment for which may be in cash, including through the offsetting of receivables,

decided that the maximum nominal value of the capital increases which may be performed, immediately and/or in the future under the terms of this resolution, is set:

- at 111,507,130 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 446,028,520 shares on the basis of the current nominal value, i.e., approximately 400% of the share capital as of December 23, 2022, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, at 44,602,852 euros (or the equivalent of this amount in case of an issue in another currency), which represents 446,028,520 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 400% of the capital,

with it being hereby stipulated that:

- the maximum nominal value of the capital increases which may be performed immediately or in the future under the terms of this delegation will be deducted from the overall ceiling provided for in the Tenth resolution below,
- to these ceilings should be added, where applicable, the par value of the shares to be issued to maintain the rights of the bearers of securities and other rights providing access to the share capital, in accordance with the law and where applicable the relevant contractual clauses,

decided to set at 100,000,000 euros (or the equivalent of this amount in the case of an issue in another currency) the maximum nominal value of the debt securities which may be issued under the terms of this delegation with it being hereby stipulated that:

- this amount will be increased, where applicable, by any redemption premium above the par value,
- this amount will be deducted from the overall ceiling mentioned in the Tenth resolution below,
- this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code,

decided that the shareholders may exercise their preferential subscription rights for shares and securities issued under the terms of this resolution in accordance with the applicable legal and statutory provisions,

decided that the board of directors may introduce a reducible subscription right for shareholders which may be exercised in proportion to their rights and up to the amounts requested by them,

decided that if the irreducible and where applicable reducible subscriptions have not absorbed the whole issue, the board of directors may use one or other of the following options, in the order it considers most appropriate:

- limit the issue to the value of the subscriptions received on condition that this is not less than three quarters of the initial issue value concerned, as decided by the board of directors,
- distribute, without restriction, all or part of the unsubscribed shares on an irreducible basis and, where applicable, on a reducible basis,
- offer all or part of the unsubscribed shares to the public,

decided that the issues of the Company's share warrants may be performed by cash subscriptions but also through free allocation to the owners of the former shares,

decided that in the case of the free allocation of share warrants, the board will have the option to decide that the allocation rights forming odd lots will not be tradable and that the corresponding shares will be sold,

acknowledged, as required, that regarding the bearers of securities possibly issued under the terms of this delegation, this delegation constitutes an express renunciation by the shareholders of their preferential subscription rights to the shares to which these securities create an entitlement,

decided that the board will have full powers to implement this delegation in accordance with the conditions set by the law and the articles of incorporation, for the purpose, among others, without this list being in anyway restrictive, of setting the dates, terms and conditions of any issue in addition to the form and characteristics of the shares or securities providing access to the capital or debt securities to be issued, with or without premium. Among other things, it will determine the amounts to be issued, the dividend date, which may possibly be retroactive, of the shares or securities providing access the capital or debt securities to be issued, the means by which they are to be paid up and, where applicable, the duration and exercise prices of the securities or the means of exchange, conversion, reimbursement or allocation in any other manner of capital securities and other securities providing access to the capital within the limits provided for in this resolution,

decided that the board of directors will possess full powers with the option of delegation and sub-delegation, to implement this delegation and to proceed, in one or several stages and in the proportions and at the times it shall determine, with the above-mentioned issues - or postpone doing so if necessary - to enter into all agreements to complete the contemplated issues, to confirm their completion and to proceed with the related modifications to the articles of incorporation, and more generally:

- determine the terms for the adjustment of the conditions for accessing the capital and securities in the future, in accordance with legal requirements;
- where necessary, suspend the exercising of rights attached to these securities for a maximum period of three (3) months;
- arrange all deductions from the premiums, including those for the costs incurred for the performance of the issues;
- subsequently ensure the preservation of the rights of the bearers of securities providing future access to the Company's capital, issued in application of this delegation, in compliance with the legal and statutory provisions, and, where necessary, the applicable contractual clauses;
- take all measures and complete all required formalities to have the securities thus issued listed on the Euronext Paris regulated exchange and any other exchange on which the Company's shares would then be traded,

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares.

acknowledged that in the event that the board of directors uses the delegation of authority granted to it under the terms of this resolution, it will report back to the next ordinary general meeting in accordance with the law and the regulations,

decided that this delegation is granted for a period of twenty-six (26) months as from the date of this meeting, rendering any previous delegation concerning the same subject invalid.

Third resolution

delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any other securities, without shareholders' pre-emptive subscription rights, by means of a public offering (other than the offerings referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code), up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of the adoption and implementation of the First Resolution)

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 and following of the commercial code, and in particular its articles L. 225-129 to L. 225-129-6, L. 22-10-49, L. 225-135, L. 225 235-1, L. 225-136, L. 228-91, L. 228-92 and L. 228-93,

delegated its authority to the board of directors, with the option of delegation or sub-delegation, in accordance with the legal conditions, for the purpose of deciding, by means of a public offering to the exclusion of the public offerings mentioned in paragraph 1° of article L. 411-2 of the monetary and financial code, on the issuing in one or several stages in France and abroad, in the proportions and at the time of its choosing, of ordinary shares in the Company or equity securities providing access to other equity securities or creating a right to the allocation of debt securities and/or other securities (including all debt securities) providing access to the Company's equity securities or those of any company directly or indirectly possessing more than half its equity or in which it directly or indirectly holds more than half the equity, with the possibility for the said securities to be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the choice of the board of directors, the payment for which may be in cash, including through the offsetting of receivables,

decided that the securities thus issued may consist of equity securities, be associated with the issuing of such securities or allow for the issue thereof as intermediate securities,

decided to remove the shareholders' preferential right of subscription concerning the ordinary shares or securities issued under the terms of this delegation,

decided that a priority subscription right shall be established for the shareholders concerning all or part of the issues based on the period and the terms it specifies in accordance with the provisions of article L. 22-10-51 of the commercial code, with this priority not resulting in the creation of tradable rights though it may be exercised either on an irreducible or reducible basis,

acknowledged, as required, that regarding the bearers of securities possibly issued under the terms of this delegation, this delegation constitutes an express renunciation by the shareholders of their preferential subscription rights to the shares to which these securities create an entitlement,

decided that the maximum nominal value of the capital increases which may be performed, immediately and/or in the future under the terms of this resolution, is set:

- at 111,507,130 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 446,028,520 shares on the basis of the current nominal value, i.e., approximately 400% of the share capital as of December 23, 2022, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, at 44,602,852 euros (or the equivalent of this amount in case of an issue in another currency), which represents 446,028,520 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 400% of the capital,

with it being hereby stipulated that:

- the maximum nominal value of the capital increases which may be performed immediately or eventually under the terms of this delegation will be deducted from the overall ceiling provided for in the Tenth resolution below,
- to these ceilings should be added, where applicable, the par value of the shares to be issued to maintain the rights of the bearers of securities and other rights providing access to the share capital, in accordance with the law and where applicable the relevant contractual clauses,

decides to set at 100,000,000 euros (or the equivalent of this amount in the case of an issue in another currency) the maximum nominal value of the debt securities which may be issued under the terms of this delegation with it being hereby stipulated that:

- this amount will be increased, where applicable, by any redemption premium above the par value,
- this amount will be deducted from the overall ceiling mentioned in the Tenth resolution below,
- this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code,

decided that if the subscriptions have not absorbed the whole issue, the board of directors may use one or other of the following options, the order to be determined by it:

- limit the issue to the value of the subscriptions, on condition that this is not less than three quarters of the issue value initially decided,
- distribute all or part of the unsubscribed securities issued among the persons of its choice without restriction, and
- offer all or part of the unsubscribed securities issued to the public, in the French international markets,

decided that the issue price for the shares to be issued under the terms of this delegation will be set by the board of directors and will be at least equal to the average market rate weighted by the volumes from the last three stock-market sessions preceding the setting of the issue price, possibly reduced by a maximum of 25% (with it however being specified that if, when using this delegation, the Company's shares were admitted for trading in a regulated exchange, the price would be set in accordance with the provisions of articles L. 22-10-52 and R. 22-10-32 of the commercial code), taking account, where applicable, of their dividend date; with it being hereby specified that (i) in the event of the issuing of securities providing access to the capital, the issue price for the shares resulting from their use, their conversion or their exchange may where applicable be set at the board's discretion with reference to a calculation formula defined by it and applicable after the issuing of the said securities (for example when exercising, converting or exchanging them) in which case the above-mentioned maximum reduction may be assessed, if the board considers it appropriate, on the application date of the said formula (and not the date on which the price is set for the issuing of the securities) and (ii) the issue price of securities providing access to the capital possibly issued under the terms of this resolution will be such that the sum received, where applicable, immediately by the Company, increased by that likely to be received by it when exercising or converting the said

securities, will be at least equal to the above-mentioned minimum sum for each share issued as a consequence of the issuing of these securities,

decided that this delegation is granted for a period of twenty-six (26) months as from the date of this meeting, ending any previous delegation concerning the same subject,

decided that the board of directors will possess full powers with the option of sub-delegation as stipulated by law, to implement this delegation in accordance with the conditions specified by law and in the articles of incorporation, for the following purposes among others:

- specify the dates, terms and conditions for any issue in addition to the form and characteristics of the shares or securities providing access to the capital to be issued, with or without premiums,
- determine the amounts to be issued, the dividend date, which may possibly be retroactive, of the shares or securities providing access the capital to be issued, the means by which they are to be paid up and, where applicable, the conditions for exercising the exchange, conversion, redemption or other allocation rights of capital securities and other securities providing access to the capital,
- carry out any required adjustments in application of the legal or statutory provisions and, where necessary, the applicable contractual clauses to protect the rights of bearers of securities and other rights providing access to the Company's capital and
- where necessary, suspend the exercising of rights attached to these securities for a maximum period of three (3) months,

decided that the board of directors may:

- at its own initiative and when it considers it appropriate, deduct the costs, duties and fees arising from the capital increases performed under the terms of the delegation mentioned in this resolution from the total premiums related to these operations and deduct from these premiums the sums required to bring the legal reserve up to one tenth of the new share capital, after each operation,
- take any decision with a view to having the shares and securities thus issued traded on the Euronext Growth exchange in Paris or any other exchange, whether regulated or otherwise, in France or abroad, and more generally,
- take all measures, enter into all commitments and carry out all formalities contributing to the successful completion of the proposed issue and for the purpose of making the resulting capital increase permanent, and amend the articles of incorporation accordingly.

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares.

Fourth resolution

delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or any other securities, without shareholders' pre-emptive subscription rights, in connection with an offer referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 and following of the commercial code, and in particular its 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 and L. 22-10-49 of the commercial code,

delegated its authority to the board of directors, with the option of sub-delegation, in accordance with the legal conditions, for the purpose of deciding, by means of an offering mentioned in paragraph 1° of article L. 411-2 of the monetary and financial code, on the issuing in one or several stages in France and abroad, in the proportions and at the time of its choosing, of ordinary shares in the Company or equity securities providing access to other equity securities or creating a right to the allocation of debt securities and/or other securities (including all debt securities) providing access to the Company's equity securities or those of any company directly or indirectly possessing more than half its equity or in which it directly or indirectly holds more than half the equity, with the possibility for the said securities to be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the choice of the board of directors,

decided that the securities thus issued may consist of equity securities, be associated with the issuing of such securities or allow for the issue thereof as intermediate securities,

decided to remove the shareholders' preferential right of subscription concerning the ordinary shares or securities issued under the terms of this delegation,

acknowledged, as required, that regarding the bearers of securities possibly issued, this delegation constitutes an express renunciation by the shareholders of their preferential subscription rights to the shares to which these securities create an entitlement,

decided that the maximum nominal value of the share capital increases which may be performed, immediately and/or in the future under the terms of this resolution, may neither exceed:

- 22,301,426 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 89,205,704 shares on the basis of the current nominal value, i.e., approximately 20% of the share capital as of December 23, 2022, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, 8,920,570.40 euros (or the equivalent of this amount in case of an issue in another currency), which represents 89,205,704 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 20% of the capital,

nor under any circumstances exceed the limits provided for in the regulations applicable on the issue date (for information purposes, on the date of this meeting the issuing of equity securities performed by means of an offering mentioned in paragraph of paragraph 1° of article L. 411-2 of the monetary and financial code is limited to 20% of the Company's capital per 12-month period, with the said capital being assessed on the date of the board's decision to use this delegation), a maximum amount to which must be added, where applicable, the additional sum of the shares to be issued in order to maintain the rights of the bearers of securities providing access to the capital and other rights providing access to the capital in accordance with the provisions of the law and where applicable the contractual clauses,

furthermore decided that the nominal value of any increase in share capital which may be performed will be deducted from the overall ceiling mentioned in the Tenth resolution below,

decided to set at 20,000,000 euros (or the equivalent of this amount in the case of an issue in another currency) the maximum nominal value of the debt securities which may be issued under the terms of this delegation with it being hereby stipulated that:

- this amount will be increased, where applicable, by any redemption premium above the par value,
- this amount will be deducted from the overall ceiling mentioned in the Tenth resolution below,
- this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code,

decided that if the subscriptions have not absorbed the whole issue, the board of directors may use one or other of the following options, the order to be determined by it:

- limit the issue to the value of the subscriptions, on condition that this is not less than three quarters of the issue value initially decided,
- distribute all or part of the unsubscribed securities issued among the persons of its choice without restriction,

decided that the issue price for the shares to be issued under the terms of this delegation will be set by the board of directors and will be at least equal to the average market rate weighted by the volumes from the last three stock-market sessions preceding the setting of the issue price, possibly reduced by a maximum of 25% (with it however being specified that if, when using this delegation, the Company's shares were admitted for trading in a regulated exchange, the price would be set in accordance with the provisions of articles L. 22-10-52 and R. 22-10-32 of the commercial code), taking account, where applicable, of their dividend date; with it being hereby specified that (i) in the event of the issuing of securities providing access to the capital, the issue price for the shares resulting from their use, their conversion or their exchange may where applicable be set at the board's discretion with reference to a calculation formula defined by it and applicable after the issuing of the said securities (for example when exercising, converting or exchanging them) in which case the above-mentioned maximum reduction may be assessed, if the board considers it appropriate, on the application date of the said formula (and not the date on which the price is set for the issuing of the securities) and (ii) the issue price of securities providing access to the capital possibly issued under the terms of this resolution will be such that the sum received, where applicable, immediately by the Company, increased by that likely to be received by it when exercising or converting the said securities, will be at least equal to the above-mentioned minimum sum for each share issued as a consequence of the issuing of these securities,

decided that this delegation is granted for a period of twenty-six (26) months as from the date of this meeting, ending any previous delegation concerning the same subject,

decided that the board of directors will have full powers with the option of delegation and sub-delegation as stipulated by law, to implement this delegation in accordance with the conditions specified by law and in the articles of incorporation, for the following purposes among others:

- specify the dates, terms and conditions for any issue in addition to the form and characteristics of the shares or securities providing access to the capital to be issued, with or without premiums,
- determine the amounts to be issued, the dividend date, which may possibly be retroactive, of the shares or securities providing access the capital to be issued, the means by which they are to be paid up and, where applicable, the conditions for exercising the exchange, conversion, redemption or other allocation rights of capital securities and other securities providing access to the capital,
- carry out any required adjustments in application of the legal or statutory provisions and, where necessary, the applicable contractual clauses to protect the rights of bearers of securities and other rights providing access to the Company's capital and
- where necessary, suspend the exercising of rights attached to these securities for a maximum period of three (3) months,

decided that the board of directors may:

- at its own initiative and when it considers it appropriate, deduct the costs, duties and fees arising from the capital increases performed under the terms of the delegation mentioned this resolution from the total premiums related to these operations and to deduct from these premiums the sums required to bring the legal reserve up to one tenth of the new share capital, after each operation,

- take any decision with a view to having the shares and securities thus issued traded on the Euronext Growth exchange in Paris or any other exchange, whether regulated or otherwise, in France or abroad, and more generally,
- take all measures, enter into all commitments and carry out all formalities contributing to the successful completion of the proposed issue and for the purpose of making the resulting capital increase permanent, and amend the articles of incorporation accordingly,

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares.

Fifth resolution

delegation of authority to be granted to the Board of Directors to increase the amount of issues with or without pre-emptive rights that would be decided pursuant to resolutions 2 to 4 above, in accordance with the provisions of article L. 225-135-1 of the French Commercial Code

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 to L. 225-129-2, L. 225-135, L. 228-91, L. 228-92 and L. 228-93 of the commercial code,

delegated its authority to the board of directors for the purpose of increasing the value of the issues with preferential subscription rights to be decided on under the terms of the Second resolution, Third resolution and Fourth resolution above, in accordance with the conditions mentioned in article L. 225-135-1 of the commercial code, i.e., currently within 30 days of the closure of the subscription, at the same price as that adopted for the initial issue and subject to a limit of 15% of the initial issue), with the said shares granting the same rights as the former shares subject to their dividend date,

decided that the nominal value of the capital increases decided on in this resolution will be deducted from the overall ceiling mentioned in the Tenth resolution below, a sum to which shall be added, where applicable, the additional value of the additional shares or securities to possibly be issued to maintain the rights of the bearers of securities and other rights providing access to the share capital, in accordance with the law and where applicable the relevant contractual clauses,

acknowledged that in the event that the board of directors uses the delegation of authority granted to it under the terms of this resolution, it will report back to the next ordinary general meeting in accordance with the law and the regulations,

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares,

decided that this delegation is granted for a period of twenty-six (26) months as from the date of this meeting.

Sixth resolution

delegation of authority to be granted to the Board of Directors to increase the share capital by issuing ordinary shares or any other securities, without shareholders' pre-emptive subscription rights, for the benefit of a first category of persons meeting specified characteristics (up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of the adoption and implementation of the First Resolution) - investors active in the healthcare or biotechnology sectors)

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 and following of the commercial code and particularly its articles L. 225-129-2, L. 22-10-49, L. 225-135, L-225-138 and L. 228-91 and following of the commercial code,

delegated its authority to the board of directors, for the purpose of deciding on the issuing, in one or several stages, in the proportions and at the times of its choosing, in France or abroad, in euros, in foreign currency or in any monetary units established by reference to several currencies, of ordinary shares in the Company or equity securities providing access to other equity securities or creating a right to the allocation of debt securities, and/or other securities (including all debt securities) providing access to the Company's equity securities (including in particular share subscription warrants or share issuance rights),

decided that the securities thus issued may consist of equity securities, be associated with the issuing of such securities or allow for the issue thereof as intermediate securities,

decided to remove the shareholders' preferential subscription rights to the Company's ordinary shares and/or other securities and/or all debt securities to be issued for the benefit of the following category of persons:

- companies or investment funds possessing or otherwise the status of shareholders in the Company, chiefly investing in or having invested over the last twenty-four (24) months in growing companies known as small caps or mid-caps, (i.e. whose capitalization at the time of listing does not exceed 1,000,000,000 euros) (including but not limited to investment funds or venture capital companies, including all FPCIs, FCPIs or FIPs - professional capital investment funds, innovation mutual funds or local investment funds) in the health or biotechnology sector, participating in the capital increase for a unitary investment value exceeding 100,000 euros (share issue premium included) and up to a maximum limit of 25 subscribers, with it being hereby specified that for the purpose of this paragraph, investment funds or venture capital companies (including among others any FPCIs, FCPIs or FIPs) managed (including via delegation) or advised by the same management company or by management companies controlled by one another or under the control of the same third party shall be considered as a sole subscriber, with the term "control" being understood in the terms of article L. 233-3 I of the commercial code.

acknowledged, as required, that regarding the bearers of securities possibly issued, this delegation constitutes an express renunciation by the shareholders of their preferential subscription rights to the shares to which these securities create an entitlement,

decided that the maximum nominal value of the share capital increases which may be performed, immediately and/or in the future under the terms of this delegation, may not exceed:

- 111,507,130 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 446,028,520 shares on the basis of the current nominal value, i.e., approximately 400% of the share capital as of December 23, 2022, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, at 44,602,852 euros (or the equivalent of this amount in case of an issue in another currency), which represents 446,028,520 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 400% of the capital,

being a maximum amount to which must be added, where applicable, the additional sum of the shares to be issued in order to maintain the rights of the bearers of securities providing access to the capital and other rights providing access to shares in accordance with the legal and regulatory provisions and where applicable the contractual clauses,

furthermore decided that the nominal value of any increase in share capital which may be performed will be deducted from the overall ceiling mentioned in the Tenth resolution below,

decided to set at 100,000,000 euros (or the equivalent of this amount in the case of an issue in another currency) the maximum nominal value of the debt securities which may be issued under the terms of this delegation with it being hereby stipulated that:

- this amount will be increased, where applicable, by any redemption premium above the par value,
- this amount will be deducted from the overall ceiling mentioned in the Tenth resolution below,
- this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code,

decided that the issue price for the shares issued under the terms of this delegation will be determined by the board of directors and will be at least equal to the average market rate weighted by the volumes from the last three stock-market sessions preceding the setting of the issue price, possibly reduced by a maximum of 25%, taking account, where applicable, of their dividend date; with it being hereby specified that (i) in the event of the issuing of securities providing access to the capital, the issue price for the shares resulting from their use, their conversion or their exchange may where applicable be set at the board of directors' discretion with reference to a calculation formula defined by it and applicable after the issuing of the said securities (for example when exercising, converting or exchanging them) in which case the above-mentioned maximum reduction may be assessed, if the board considers it appropriate, on the application date of the said formula (and not the date on which the price is set for the issue) and (ii) the issue price of securities providing access to the capital possibly issued under the terms of this resolution will be such that the sum received, where applicable, immediately by the Company, increased by that likely to be received by it when exercising or converting the said securities, will be at least equal to the above-mentioned minimum sum for each share issued as a consequence of the issuing of these securities,

specified that this delegation is granted for a period of eighteen (18) months as from the date of this meeting, ending any previous delegation concerning the same subject,

decided that the board of directors will have full powers with the option of delegation and sub-delegation as stipulated by law, to implement this delegation in accordance with the conditions specified by law and in the articles of incorporation, for the following purposes among others:

- to decide on the amount of the capital increase, the issue price (with it being hereby specified that this will be determined in accordance with the price-setting conditions stated above) and the value of the premium which may, where applicable, be demanded at the time of issue;
- to specify the dates, terms and conditions for any issue in addition to the form and characteristics of the shares or securities providing access to the capital to be issued;
- to set the dividend date, which may possibly be retroactive, of the shares or securities providing access to the capital to be issued, and the method by which they are to be paid up;
- to specify the list of beneficiaries within the above-mentioned category of persons and the number of securities to be allocated to each of them;
- at its own initiative and when it considers it appropriate, deduct the costs, duties and fees arising from the capital increases performed under the terms of the delegation mentioned this resolution from the total premiums related to these operations and to deduct from these premiums the sums required to bring the legal reserve up to one tenth of the new share capital, after each operation,
- to confirm the performance of each capital increase and to carry out the corresponding modifications to the articles of incorporation;

- and more generally, to enter into any agreement, including in order to successfully complete the envisaged issues, to take all measures and carry out all formalities to facilitate the issue, the listing and the financial servicing of the securities issued under the terms of this delegation, and to exercise the attached rights;
- to take all decisions with a view to having the shares and securities thus issued listed on any exchange on which the Company's shares are traded,

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares,

acknowledged that in the event that the board of directors uses the delegation of authority granted to it under the terms of this resolution, it will report back to the next ordinary general meeting on the use of the authorizations granted under the terms of this resolution in accordance with the law and the regulations.

Seventh resolution

delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares or any other securities, without shareholders' pre-emptive subscription rights, for the benefit of a second category of persons meeting specified characteristics (up to a maximum aggregate par value of EUR 111,507,130 (or up to a maximum aggregate par value of EUR 44,602,852 in the event of adoption and implementation of the First Resolution) - industrial companies operating in the health or biotechnology sectors)

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 and following of the commercial code and particularly its articles L. 225-129-2, L. 22-10-49, L. 225-135, L-225-138 and L. 228-91 and following of the commercial code,

delegated its authority to the board of directors, for the purpose of deciding on the issuing, in one or several stages, in the proportions and at the times of its choosing, in France or abroad, in euros, in foreign currency or in any monetary units established by reference to several currencies, of ordinary shares in the Company or equity securities providing access to other equity securities or creating a right to the allocation of debt securities, and/or other securities (including all debt securities) providing access to the Company's equity securities (including in particular share subscription warrants or share issuance rights),

decided that the securities thus issued may consist of equity securities, be associated with the issuing of such securities or allow for the issue thereof as intermediate securities,

decided to remove the shareholders' preferential subscription rights to the Company's ordinary shares and/or other securities and/or all debt securities to be issued for the benefit of the following category of persons:

- industrial companies active in the health or biotechnology sector, acquiring, whether directly or via an affiliated company, a holding in the Company's equity, possibly following the conclusion of a business agreement or partnership agreement with the Company, for a unitary investment value exceeding 100,000 euros (share issue premium included) and up to a maximum limit of 5 subscribers,

acknowledged, as required, that regarding the bearers of securities possibly issued, this delegation constitutes an express renunciation by the shareholders of their preferential subscription rights to the shares to which these securities create an entitlement,

decided that the maximum nominal value of the share capital increases which may be performed, immediately and/or in the future under the terms of this delegation, may not exceed:

- 111,507,130 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 446,028,520 shares on the basis of the current nominal value, i.e., approximately 400% of the share capital as of December 23, 2022, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, 44,602,852 euros (or the equivalent of this amount in case of an issue in another currency), which represents 446,028,520 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 400% of the capital,

being a maximum amount to which must be added, where applicable, the additional sum of the shares to be issued in order to maintain the rights of the bearers of securities providing access to the capital and other rights providing access to shares in accordance with the legal and regulatory provisions and where applicable the contractual clauses,

furthermore decided that the nominal value of any increase in share capital which may be performed will be deducted from the overall ceiling mentioned in the Tenth resolution below,

decided to set at 100,000,000 euros (or the equivalent of this amount in the case of an issue in another currency) the maximum nominal value of the debt securities which may be issued under the terms of this delegation with it being hereby stipulated that:

- this amount will be increased, where applicable, by any redemption premium above the par value,
- this amount will be deducted from the overall ceiling mentioned in the Tenth resolution below,
- this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code,

decided that the issue price for the shares issued under the terms of this delegation will be determined by the board of directors and will be at least equal to the average market rate weighted by the volumes from the last three stock-market sessions preceding the setting of the issue price, possibly reduced by a maximum of 25%, taking account, where applicable, of their dividend date; with it being hereby specified that (i) in the event of the issuing of securities providing access to the capital, the issue price for the shares resulting from their use, their conversion or their exchange may where applicable be set at the board of directors' discretion with reference to a calculation formula defined by it and applicable after the issuing of the said securities (for example when exercising, converting or exchanging them) in which case the above-mentioned maximum reduction may be assessed, if the board considers it appropriate, on the application date of the said formula (and not the date on which the price is set for the issue) and (ii) the issue price of securities providing access to the capital possibly issued under the terms of this resolution will be such that the sum received, where applicable, immediately by the Company, increased by that likely to be received by it when exercising or converting the said securities, will be at least equal to the above-mentioned minimum sum for each share issued as a consequence of the issuing of these securities,

specified that this delegation is granted for a period of eighteen (18) months as from the date of this meeting, ending any previous delegation concerning the same subject,

decided that the board of directors will have full powers with the option of delegation and sub-delegation as stipulated by law, to implement this delegation in accordance with the conditions specified by law and in the articles of incorporation, for the following purposes among others:

- to decide on the amount of the capital increase, the issue price (with it being hereby specified that this will be determined in accordance with the price-setting conditions stated above) and the value of the premium which may, where applicable, be demanded at the time of issue;
- to specify the dates, terms and conditions for any issue in addition to the form and characteristics of the shares or securities providing access to the capital to be issued;

- to set the dividend date, which may possibly be retroactive, of the shares or securities providing access the capital to be issued, and the method by which they are to be paid up;
- to specify the list of beneficiaries within the above-mentioned category of persons and the number of securities to be allocated to each of them;
- at its own initiative and when it considers it appropriate, deduct the costs, duties and fees arising from the capital increases performed under the terms of the delegation mentioned in this resolution from the total premiums related to these operations and deduct from these premiums the sums required to bring the legal reserve up to one tenth of the new share capital, after each operation,
- to confirm the performance of each capital increase and to carry out the corresponding modifications to the articles of incorporation;
- and more generally, to conclude any agreement, including in order to successfully complete the contemplated issues, to take all measures and carry out all formalities to facilitate the issue, the listing and the financial servicing of the securities issued under the terms of this delegation, and to exercise the attached rights;
- to take all decisions with a view to having the shares and securities thus issued listed on any exchange on which the Company's shares are traded,

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares,

acknowledged that in the event that the board of directors uses the delegation of authority granted to it under the terms of this resolution, it will report back to the next ordinary general meeting on the use made of the authorizations granted under the terms of this resolution in accordance with the law and the regulations.

Eight resolution

delegation of authority to be granted to the Board of Directors to increase the capital immediately or in the future by issuing ordinary shares and/or securities, without shareholders' pre-emptive subscription rights, for the benefit of a category of persons meeting specified characteristics, in the context of an equity or bond financing agreement

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

in accordance with the provisions of articles L. 225-129 and following of the commercial code and particularly its articles L. 225-129-2, L. 22-10-49, L. 225-135, L-225-138 and L. 228-91 and following of the commercial code,

delegated its authority to the board of directors, with the option of delegation or sub- delegation, in accordance with the legal conditions, for the purpose of deciding, in the proportions and the times of its choosing, on one or several capital increases through the issuing in France and abroad of ordinary shares in the Company or equity securities providing access to other equity securities or creating a right to the allocation of debt securities and/or other securities (including all debt securities) providing access to the Company's equity securities, with the possibility for the said securities to be issued in euros, in foreign currency or in any monetary units established by reference to several currencies at the choice of the board of directors, the payment for which may be in cash, including through the offsetting of receivables,

decided that the securities thus issued may consist of equity securities, be associated with the issuing of such securities (share warrants attached to bonds or issued for the benefit of subscribers of such bonds in particular) or allow for the issue thereof as intermediate securities,

decided to remove the shareholders' preferential subscription rights to the Company's ordinary shares or other securities to be issued for the benefit of the following category of persons:

- any credit establishment, any investment services provider, in addition to any investment fund or company committing itself to subscribing or guaranteeing the performance of the capital increase or of any issue of securities likely to result in a future capital increase (including through the exercising of share warrants) which may be performed under this delegation when establishing an equity or bond financing contract,

acknowledged, as required, that regarding the bearers of securities possibly issued, this delegation constitutes an express renunciation by the shareholders of their preferential subscription rights to the shares to which these securities create an entitlement,

decided that the maximum nominal value of the share capital increases which may be performed, immediately and/or in the future under the terms of this delegation, may not exceed:

- 22,301,426 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 89,205,704 shares on the basis of the current nominal value, i.e., approximately 20% of the share capital as of December 23, 2022, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, 8,920,570.40 euros (or the equivalent of this amount in case of an issue in another currency), which represents 89,205,704 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 20% of the capital,

being a maximum amount to which must be added, where applicable, the additional sum of the shares to be issued in order to maintain the rights of the bearers of securities providing access to the capital and other rights providing access to shares in accordance with the legal and regulatory provisions and where applicable the contractual clauses,

furthermore decided that the nominal value of any increase in share capital which may be performed will be deducted from the overall ceiling mentioned in the Tenth resolution below,

decided to set at 20,000,000 euros (or the equivalent of this amount in the case of an issue in another currency) the maximum nominal value of the debt securities which may be issued under the terms of this delegation with it being hereby stipulated that:

- this amount will be increased, where applicable, by any redemption premium above the par value,
- this amount will be deducted from the overall ceiling mentioned in the Tenth resolution below. This ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code,

decided that the issue price for the shares issued under the terms of this delegation will be determined by the board of directors and will be at least equal to the average market rate weighted by the volumes from the last three stock-market sessions preceding the setting of the issue price, possibly reduced by a maximum of 5 %, taking account, where applicable, of their dividend date; with it being hereby specified that (i) in the event of the issuing of securities providing access to the capital, the issue price for the shares resulting from their use, their conversion or their exchange may where applicable be set at the board of directors' discretion with reference to a calculation formula defined by it and applicable after the issuing of the said securities (for example when exercising, converting or exchanging them) in which case the above-mentioned maximum reduction may be assessed, if the board considers it appropriate, on the application date of the said formula (and not the date on which the price is set for the issue) and (ii) the issue price of securities providing access to the capital possibly issued under the terms of this resolution will be such that the sum received, where applicable, immediately by the Company, increased by that likely to be received by it when exercising or converting the said securities, will be at least equal to the above-mentioned minimum sum for each share issued as a consequence of the issuing of these securities,

specified that this delegation is granted for a period of eighteen (18) months as from the date of this meeting, ending any previous delegation concerning the same subject,

decided that the board of directors will have full powers with the option of sub-delegation as stipulated by law, to implement this delegation in accordance with the conditions specified by law and in the articles of incorporation, for the following purposes among others:

- to decide on the amount of the capital increase, the issue price (with it being hereby specified that this will be determined in accordance with the price-setting conditions stated above) and the value of the premium which may, where applicable, be demanded at the time of issue;
- to specify the dates, terms and conditions for any issue in addition to the form and characteristics of the shares or securities providing access to the capital to be issued;
- to set the dividend date, which may possibly be retroactive, of the shares or securities providing access the capital to be issued, and the method by which they are to be paid up;
- to specify the list of beneficiaries within the above-mentioned category of persons and the number of securities to be allocated to each of them;
- at its own initiative and when it considers it appropriate, deduct the costs, duties and fees arising from the capital increases performed under the terms of the delegation mentioned in this resolution from the total premiums related to these operations and to deduct from these premiums the sums required to bring the legal reserve up to one tenth of the new share capital, after each operation,
- to confirm the performance of each capital increase and to carry out the corresponding modifications to the articles of incorporation;
- more generally, to enter into any agreement, including in order to successfully complete the contemplated issues, to take all measures and carry out all formalities to facilitate the issue, the listing and the financial servicing of the securities issued under the terms of this delegation, and to exercise the attached rights;
- to take all decisions with a view to having the shares and securities thus issued listed on any exchange on which the Company's shares are traded,

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares,

acknowledged that in the event that the board uses the delegation of authority granted to it under the terms of this resolution, it will report back to the next Ordinary general meeting on the use made of the authorizations granted under the terms of this resolution in accordance with the law and the regulations.

Nineth resolution

authorization to be granted to the Board of Directors to increase the share capital by issuing shares and securities giving access to the Company's capital for the benefit of employees participating in the Group's savings plan

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors and the statutory auditors' reports,

taking note of the provisions of articles L. 3332-18 and following of the labor code and ruling in accordance with the provisions of articles L. 225-129-6, L. 225-138 and L. 22-10-49 of the commercial code,

delegated its authority to the board of directors, with the option of delegation, for the purpose of carrying out a capital increase, in one or several stages, in the proportions and at the times of its choosing, within a period of

twenty-six (26) months as from the date of this meeting, through the issuing of a maximum of:

- 100,000 shares with a par value of 0.25 euro i.e. a maximum nominal amount of 25,000 euros, to be paid up in cash, this amount to be deducted from the ceiling mentioned in the Tenth resolution below, or
- in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, 250,000 shares with a par value of 0.10 euro i.e. a maximum nominal amount of 25,000 euros, to be paid up in cash, this amount to be deducted from the ceiling mentioned in the Tenth resolution below,

decided that this authorization shall entail the removal of the shareholders' preferential subscription rights for the cash shares to be issued for the benefit of the *Fonds Commun de Placement d'Entreprise* (employees' mutual fund) to be established as part of an employee savings plan to be created, in the event that the capital increase(s) mentioned in the previous paragraph are performed;

decided that the subscription price for the new ordinary shares, which will grant the same rights as the older shares, will be determined by the board of directors in accordance with the provisions of article L. 3332-20 of the labor code; it may be neither (i) higher than the average listed rates over the twenty stock-market sessions preceding the date the decision is taken by the board of directors setting the opening date for the subscription, (ii) nor more than 30 % lower than the average listed rates over the twenty stock-market sessions preceding the date the decision is taken by the board of directors setting the opening date for the subscription or 40% when the lock-up period stated in the employee savings plan exceeds 10 years;

decided that each capital increase will only proceed for an amount equal to the value of the shares actually subscribed by the *Fonds Commun de Placement d'Entreprise* (employees' mutual fund);

delegated full powers to the board of directors in order to:

- specify the date and conditions for the issues to be performed under this authorization in accordance with the legal and statutory provisions, and in particular to set the subscription price, observing the rules detailed above, the opening and closure dates for the subscriptions, the dividend dates, and the dates by which the shares are to be paid up;
- confirm the performance of the capital increases up to the value of the shares which are actually subscribed;
- perform all operations and formalities, either directly or via a representative;
- amend the articles of incorporation accordingly with the share capital increases;
- and more generally do everything necessary and appropriate to complete the increase or successive increases in the share capital.

decided that this delegation may not be used during periods when public offerings are underway concerning the Company's shares,

Subject to the limits and conditions set by it beforehand, the board of directors may sub-delegate the power to decide on the performance of the issue, and to decide on its postponement, to any person authorized by law.

Tenth resolution

setting the overall limits on the amount of the issues carried out pursuant to resolutions 2 to 9 above

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

after having acknowledged the report from the board of directors,

decided that:

- the maximum overall nominal value of the capital increases which may be performed under the delegations granted pursuant to above-mentioned Second resolution to the Ninth resolution is set at:
 - o 111,507,130 euros on the basis of the current nominal value, or
 - o in case of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, taking into account the decrease of the par value of the shares to 0.10 euro, 44,602,852 euros,

with it being hereby specified that this ceiling shall be increased by the additional value of the shares to be issued to preserve the rights of bearers of securities and other rights providing access to the capital, in accordance with the law, and, where applicable, the contractual clauses,

- the maximum overall nominal value of the debt securities to be issued under the delegations granted pursuant to the above-mentioned resolutions is set at 150,000,000 euros, with it being hereby specified that this amount will be increased, where applicable, by any redemption premium above par and that this ceiling does not apply to the debt securities mentioned in articles L. 228-40, L. 228-36-A and L. 228-92 paragraph 3 of the commercial code, the issuing of which will be decided or authorized by the board of directors in accordance with the conditions stated in article L. 228-40 of the commercial code or, in the other cases, the conditions determined by the Company in accordance with the provisions of article L. 228-36- A of the commercial code.

Eleventh resolution

authorization of a reverse stock-split of the Company's shares by allotting 1 new ordinary share of 0.50 euro par value for every 2 ordinary shares of 0.25 euro par value held (or for every 2 ordinary shares of 0.10 euro par value held in the event of the adoption and implementation of the First Resolution) and to delegation of powers to the Board of Directors to carry it out.

The general meeting, ruling under the conditions of quorum and majority required for Extraordinary general meetings,

after having acknowledged the report of the Board of Directors and the special report of the Statutory Auditor,

in accordance with the provisions of articles L. 228-29-1 to L. 228-29-7 of the Commercial Code, after having recalled that the share capital currently amounts to 27,876,782.50 euros and is divided into 111,507,130 shares with a par value of 0.25 euro each,

Authorized the consolidation of the Company's shares, pursuant to Article 6 of Decree no. 48-1683 of October 30, 1948 and in accordance with the provisions of the Commercial Code, as follows:

- on the basis of the current par value: 2 old shares for 1 new share and to allocate, as a consequence, to each shareholder 1 share with a par value of 0.50 euro each for 2 shares with a par value of 0.25 euro previously held. The Company's shares will then have a par value of 0.50 euro each;
- in the event of adoption of the First Resolution and effective implementation of the capital reduction motivated by losses, given the reduction in the par value of the shares to 0.10 euro: 2 old shares for 1 new share and to allocate, as a consequence, to each shareholder 1 share with a par value of 0.20 euro each for 2 shares with a par value of 0.10 euro previously held. The Company's shares will then have a par value of 0.20 euro each;

granted full powers to the Board of Directors, with the option of sub-delegation to the Chief Executive Officer, to:

- Implement this resolution in order to carry out the above-mentioned reverse stock split,
- Set the starting date of the reverse stock split, which will take place at the earliest at the end of the fifteen (15) day period following the date of publication of the reverse stock split notice in the Bulletin des Annonces Légales Obligatoires,
- Draw up the notice of consolidation of shares to be published in the Bulletin des Annonces Légales Obligatoires, and to have it published,
- Set the end date of the exchange period, which will take place no later than thirty (30) days following the date of commencement of the reverse split,
- Suspend, if necessary, for a period not exceeding three (3) months, the exercise of securities giving access to

- the capital to facilitate the reverse split operations,
- Record and determine the exact number of shares to be consolidated and the exact number of shares likely to result from the consolidation.

decided that shareholders who do not hold a number of old shares corresponding to a whole number of new shares shall be responsible for the purchase or sale of the old shares forming fractional shares, in order to obtain a multiple of 10¹ ;

took note that, in accordance with article 6 of decree n°48-1683 of October 30, 1948, the old shares not presented for consolidation at the end of the exchange period will be delisted and will lose their voting rights and their right to dividends;

noted that in accordance with the provisions of articles 6 of decree no. 48-1683 of October 30, 1948 and R.228-12 of the French Commercial Code, at the end of the exchange period, the new shares which could not be allocated individually and corresponding to fractional rights, will be sold and that the proceeds of this sale will be distributed in proportion to the fractional rights of each holder of rights;

Consequently, the Board of Directors is empowered, with the option to sub-delegate to the Chief Executive Officer, to

- Record the completion of the reverse stock split and amend the Company's bylaws accordingly,
- Proceed, if necessary, as a consequence of the reverse stock split, with the adjustment of the rights of the beneficiaries of free shares and of any securities giving access to the Company's capital, issued or to be issued, as well as with the correlative information of the said beneficiaries, in accordance with the legal and regulatory provisions as well as with the applicable contractual clauses,
- Adjust, if necessary, the number of shares that may be issued under the authorizations and delegations of authority or powers granted to the Board of Directors by the Shareholders' Meeting, and the maximum purchase price under the share buyback program,
- Publish all notices and carry out all required formalities,
- More generally, to do whatever is useful or necessary to carry out the reverse stock split under the conditions set out in this resolution and in accordance with applicable regulations.

decided that this delegation is granted for a period of eighteen (18) months from the date of this Meeting.

Twelfth resolution

Powers to carry out formalities.

The general meeting, ruling in accordance with the quorum and majority conditions required for Extraordinary general meetings,

gave full powers to the bearer of an original, copy or extract of the present document to carry out all the formalities of publication and filing required by the legislation in force.

* * *

¹ Wrong number, it will be asked to the general meeting to amend as this should read “a multiple of 2”.

BUSINESS OVERVIEW IN 2022

Onxeo is a clinical-stage biotechnology company developing innovative oncology drugs targeting tumor DNA-binding functions through unique mechanisms of action in the sought-after field of DNA Damage Response (DDR).

The Company is focused on bringing early-stage first-in-class or disruptive compounds from translational research to clinical proof-of-concept, a value-creating inflection point appealing to potential partners.

Onxeo is listed on the Euronext Growth market in Paris.

The Company's portfolio includes:

- platON™ is Onxeo's proprietary chemistry platform of oligonucleotides acting as decoy agonists, which generates new innovative compounds and broaden the Company's product pipeline.
- AsiDNA™, the first compound from platON™, is a highly differentiated, clinical-stage first-in-class candidate in the field of DNA damage response (DDR) applied to oncology. Its decoy and agonist mechanism acting upstream of multiple DDR pathways results in distinctive antitumor properties, including the ability to prevent or abrogate tumor resistance to targeted therapies such as PARP inhibitors and strong synergy with tumor DNA-damaging agents such as radio-chemotherapy. AsiDNA is currently being studied in Europe and the US in combination with other treatment modalities in difficult-to-treat solid tumors.
- OX425, the second compound from platON™, is a novel DDR Decoy Agonist with high antitumor activity. It also mediates multiple immunostimulatory effects by activating the STING pathway. OX425 is currently undergoing IND-enabling preclinical development.

1.1. R&D PROGRAMMES

1.1.1. ASIDNA™

In terms of preclinical development

Onxeo presented new preclinical data confirming the relevance of combining AsiDNA™ with PARP inhibitors (PARPi) in tumor models with an active homologous recombination repair (HRP) pathway on March 9, 2022, at the ESMO Targeted Anticancer Therapies Congress. While PARP inhibitors have shown significant benefits in cancer patients with deficient homologous recombination repair (HRD), they show no or very limited efficacy in tumors with HRP. The data presented by Onxeo highlight the therapeutic opportunity of combining AsiDNA™ with PARPi in HRP tumors to overcome intrinsic or acquired resistance in the clinical setting.

At the American Association for Cancer Research (AACR) Annual Meeting held April 8-13, 2022, the Company presented new preclinical data confirming the capabilities of AsiDNA™ to protect against cancer therapy toxicity and to combat tumor resistance:

- In the collaboration with Prof. Gilles Favre (Toulouse Cancer Research Center), AsiDNA™ was shown to prevent the emergence of resistance to tyrosine kinase inhibitors in several oncogenic addiction models, highlighting the therapeutic opportunity of combining AsiDNA™ with tyrosine kinase inhibitors (TKIs) to overcome resistance in a clinical setting.
- In addition, in the collaboration with Prof. Marie Dutreix (Institut Curie), experiments in in vivo and in vitro models have shown the potential of AsiDNA™ to protect healthy cells from the toxicity of several cancer treatments. Indeed, when combined with different anticancer treatments (carboplatin +/- paclitaxel in long-term treatment, radiotherapy, doxorubicin, PARP inhibitors), AsiDNA™ activates its nuclear target only in dividing cells, while preserving healthy non-proliferating cells. In addition, in some proliferating healthy cells, AsiDNA™ induces division arrest or boosts their DNA repair activity, protecting them from the toxic effects of anti-cancer treatments.

In terms of clinical development



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On June 30, 2022, the Company announced that the Food and Drug Administration (FDA) has approved the initial Investigational New Drug (IND) application for AsiDNA, its first-in-class drug candidate. This is the first IND filed by Onxeo since the arrival of the U.S. team in April 2022.

This decision allows the Company to initiate a multi-center Phase 1b/2 trial to evaluate the safety and efficacy of AsiDNA in combination with the PARP inhibitor Olaparib in patients with epithelial ovarian cancer, breast cancer and metastatic castration-resistant prostate cancer, who have progressed despite initial treatment with PARP inhibitors. The Company plans to launch this clinical trial in early 2023 at 3 to 5 potential clinical sites in the United States.

In addition, Onxeo continued its two trials conducted in collaboration with two academic research centers of excellence in oncology during the year 2022:

- The Revocan phase 1b/2 trial evaluating the addition of AsiDNA™ to combat resistance to PARP inhibitors in the 2nd line maintenance treatment of relapsed ovarian cancer. Gustave Roussy is the sponsor of this study.
- The Phase 1b/2 trial evaluating AsiDNA® in combination with radiotherapy in the treatment of recurrent high-grade glioma in children, an indication with a particularly poor prognosis. The Institut Curie is the sponsor of this study, which is supported by a grant from the European Fight Kids Cancer program. The Company has announced the treatment of a first patient in September 2022.

1.1.2. PLATON® PLATFORM AND OX400 FAMILY

At the end of November 2022, Onxeo announced the expansion of its portfolio of drug candidates with OX425, the new optimized compound in the OX400 series from its proprietary PlatON™ platform.

OX425 is a next-generation decoy oligonucleotide with a mechanism of action that is well differentiated from that of PARP inhibitors. Indeed, it causes hyperactivation of PARP-1 and leads to the depletion of the DNA damage response, inducing cancer cell death. In addition, it also leads to the activation of the STING pathway. In preclinical proof-of-concept studies conducted to date, OX425 has demonstrated high antitumor activity while sparing healthy cells. It has also shown the ability to produce multiple immunostimulatory effects, making it a promising option for potential combination with immunotherapy, particularly in tumors that are not attackable by the immune system ("cold" tumors).

Like other platON™-based drug candidates, such as AsiDNA™, OX425 benefits from a decoy agonist mechanism of action and does not induce tumor resistance to treatment. This profile represents a clear differentiation from other targeted therapies such as PARP inhibitors. In addition, OX425 does not show activity on healthy cells, which should lead to a favorable safety profile in the clinical phase.

Based on these promising results, Onxeo will finalize preclinical development with the objective of submitting an Investigational New Drug (IND) application to the FDA in mid-2023.

1.2. GOVERNANCE

On January 3, 2022, Onxeo announced the appointment of Mr. Julien Miara as interim CEO, replacing Mrs. Judith Greciet, following the decision of the Board of Directors. Julien Miara is a Director at Invus SAS (the independent advisory firm of Invus Public Equities, L.P.), which he joined in 2010 as an analyst for the listed companies' investment activity, covering in particular biotechnologies. He is also a director of the Company, representing Invus.

On April 7, 2022, Onxeo announced the appointment of Dr. Shefali Agarwal as Chairwoman of the Board and CEO. Shefali Agarwal succeeds Julien Miara. With her extensive experience in oncology, she will lead the Company's strategy and development with an expanded team, particularly in the United States where the Group's clinical and regulatory expertise will be focused, with clear objectives: to advance AsiDNA®, a first-in-class inhibitor of the tumor DNA damage response, into the clinic and to conduct preclinical proof-of-concept studies with OX401, a next-generation PARP agonist, and its optimized versions.

The Combined General Meeting of June 15, 2022 appointed Mr. Khalil Barrage as a new director for three years. Mr. Barrage is Chief Executive Officer of Invus, based in New York. He joined Invus in 2003 and established its Public Equity business. Since its inception, Invus Public Equity has focused its investments on innovative biotech

start-ups. Prior to joining Invus, he worked at The Olayan Group in New York and managed their US equity portfolio for 15 years. He holds a BA in Economics from the American University of Beirut. He is a member of the board of directors of several biotech companies, including Celtaxsys and Protagenic Therapeutics in the US and Sensorion in France. The shareholders also renewed the term of office of GammaX Corporate Advisory, represented by Mr. Jacques Mallet, for a further three years. Mrs. Danielle Guyot-Caparros, whose third term of office expired at the time of this General Meeting, did not wish to renew her term of office.

Judith Greciet left the Company in the first half of 2022 and, under the terms of a procedure brought before the labor courts, received a severance payment of 306,000 euro.

1.3. FINANCING

On April 6, 2022, Onxeo announced a new financing of 12 million euros, subscribed by its historical shareholders Invus and Financière de la Montagne. This financing is structured in the form of a capital increase of 8 million euros and an issue of bonds convertible into shares for an amount of 4 million euros. It enables to extend the Company's financial visibility until the second quarter of 2023.

The net proceeds of the issue will be used (i) for the development of AsiDNA, the Company's lead product, both clinically and industrially in ongoing and future clinical trials, (ii) to finalize the optimization and development of the preclinical program for OX401 alone and with immuno-oncology drugs, and (iii) more generally, to finance the Company's ongoing expenses.

Terms of the capital increase

The capital increase was carried out by issuing ordinary shares with cancellation of the shareholders' preferential subscription rights, in favor of a category of persons, on the basis of the 13th resolution of the Extraordinary General Meeting of June 10, 2021, in accordance with the provisions of Articles L. 225-129 et seq. of the French Commercial Code.

A total of 19,512,195 new ordinary shares, with a par value of €0.25 each, were thus issued to Invus Public Equities LP and Financière de la Montagne. The new shares represent approximately 21% of the Company's share capital before the completion of the private placement. The subscription price was set at €0.410 per new share, corresponding to the weighted average of the prices of the last 3 trading sessions (i.e. from April 1 to 5, 2021 inclusive) without any discount, i.e. net proceeds of the issue of €8 million.

The issue did not give rise to a prospectus submitted to the AMF for approval.

The new shares were admitted for trading on the Euronext Growth market in Paris on April 12, 2022. They are listed on the same quotation line as the Company's existing shares (ISIN: FR0010095596), carry dividend rights and have been immediately assimilated to the Company's existing shares.

Following the completion of the capital increase, Invus Public Equities LP and Financière de la Montagne held 23.5% and 19.8% of the Company's capital respectively, on the basis of a total number of 111,507,130 shares, and a shareholder holding 1% of the Company's capital saw his holding reduced to 0.83%. To the best of the Company's knowledge, no other shareholder holds more than 5% of its capital.

Bond issue convertible into ordinary shares (OC)

This bond issue convertible into ordinary shares was decided by the Board of Directors on the basis of the 13th resolution approved by the Company's Combined General Meeting of June 10, 2021 (cancellation of preferential subscription rights in favor of a category of persons) in accordance with the provisions of Articles L. 225-129 et seq. of the French Commercial Code.

The convertible bond issue of a nominal amount of €4,000,000 is represented by 4,000,000 bonds with a nominal value of one euro each, i.e. gross proceeds of the bond issue of €4 million. The convertible bonds were subscribed by Invus Public Equities LP and Financière de la Montagne for €2.5 million and €1.5 million respectively.

No application has been made for the bonds to be admitted to trading on Euronext Growth. However, any ordinary shares resulting from the conversion of the bonds will be listed on the same line as the existing ordinary shares (ISIN code FR0010095596).

The issue has not given rise to a prospectus submitted to the AMF for approval.

The Company will periodically publish on its website the number of new shares issued upon conversion of the convertible bonds.

The main characteristics of the convertible bonds are as follows

- Maturity: 5 years
- Mandatory conversion at maturity: any convertible bond not converted seven trading days before the maturity date will be automatically converted into ordinary shares at the maturity date according to the conversion ratio referred to below;
- Interest: the convertible bonds do not give rise to interest (except for late interest applicable to any delay of a cash redemption under an event of default or a change of control);
- Conversion: the convertible bonds may be converted into ordinary shares exclusively at the Company's initiative between the issue date and the maturity date; the bonds will entitle their holders, in the event of conversion, to a number N of new ordinary shares equal to the nominal value of one bond divided by X; X being the lesser of (a) 0.410 euros, and (b) the volume-weighted average of the prices of the three trading sessions preceding the date of the request for conversion, without any discount;
- Event of default: usual in such matters (in particular breach of the terms and conditions, delisting, sale of significant assets or cessation of activity) opening the possibility (at the initiative of the representative of the group upon request of a bondholder) of early repayment in cash of the convertible bonds at an amount corresponding to 110% of the value;
- Change of control: in the event of a change of control, option (at the initiative of a bondholder on all or part of the convertible bonds held by this holder) of early redemption in cash of the bonds at an amount corresponding to 110% of the nominal value;
- Guarantees: the cash redemption of the bonds (in case of default or change of control) is guaranteed by a pledge granted by the Company on some of the intellectual property rights held by the Company, it being specified that the pledge is granted subject to the licenses and exploitation rights granted or to be granted by the Company on the pledged rights;
- Non-transferability of the convertible bonds except in favour of the affiliates of the bondholders or except with the prior written agreement of the Company;
- Lock up of the Company (prohibition of further issuance of convertible bonds): 90 days (subject to the usual exceptions).

1.4. LISTING

The Combined General Meeting of Onxeo SA on August 17, 2022 approved the delisting of the Company's shares from the Nasdaq First North Growth market. The objective of this project was to enable Onxeo to centralize its listing on Euronext Growth in Paris, the leading platform for biotech stocks in Europe, in order to improve the liquidity of the stock.

On the basis of this decision by the meeting, Onxeo requested and received, by letter dated August 29, 2022, the approval of Nasdaq in Copenhagen to delist Onxeo shares from the Nasdaq First North Growth market. After the regulatory period of 10 weeks during which the Danish Onxeo shares continued to be traded on the Nasdaq First North Growth market, the delisting from this market became effective on 8 November 2022.

An exchange of the Danish Onxeo shares issued via Euronext Securities for French Onxeo shares, issued via Euroclear and freely tradable on Euronext Growth in Paris, was organized by the Company at the end of 2022. At the end of this operation, almost all the Danish shares were converted.



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REQUEST FOR THE SENDING OF ADDITIONAL DOCUMENTS

In relation to the Shareholders' general meeting of 6 February 2023

The undersigned :

NAME _____

FIRST NAME _____

ADDRESS _____

owner of _____ Onxeo share(s) in the nominative form

owner of _____ Onxeo share(s) in the bearer form

acknowledges receipt of the documents relating to the general meeting of the shareholders referred to above and in article R. 225-81 of the commercial code,

request **ONXEO** to provide, for the said meeting of the shareholders to be held on 6 February 2023, the documents and information referred to in article R. 225-83 of the commercial code.

Executed in
On

Signature :

NOTA : In accordance with the provisions of Article R 225-88 paragraph 3 of the commercial code, the shareholders holding shares in the nominative form may, by a single request, obtain from the Company the documents and information referred to in articles R. 225-81 and R 225-83 of that code, for each subsequent shareholders' meeting. If the shareholder wishes to benefit from this option, mention shall be made on this request.

TERMS OF PARTICIPATION IN THE GENERAL MEETING

Any shareholder, regardless of the number of shares owned, may attend this General Meeting.

Justification of the right to participate in the General Meeting

Any shareholder may justify his right to participate to the shareholders' meeting through the recording of the shares in the name of the shareholder or of the intermediary registered on his behalf, on **February 2, 2023**, at midnight, Paris time, either in the nominative securities' accounts held by Société Générale, or in bearer accounts held by an authorized custodian.

The registration of shares in the bearer share accounts held by an authorized intermediary is evidenced by a certificate of participation issued by the latter, attached to the remote voting form or proxy form or upon request of the admission card in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary. A certificate is also issued to the shareholder wishing to physically participate in the General Meeting and who has not received his admission card on the **second business day** preceding the Meeting at midnight, Paris time.

Methods for attending the General Meeting

1. Shareholder wishing to personally attend the meeting:

- The registered shareholder must request an admission card from Société Générale - Service assemblées - 32 Rue du Champ de Tir, CS 30812, 44308 Nantes Cedex 3 (fax: 02.51.85.57.01); if he has not received his admission card by the **second business day** prior to the General Meeting, he can go on the day of the Assembly at the counter provided for this purpose, along with proof of identity.
- The holder of bearer shares will have to ask the authorised intermediary who manages his account for an admission card to be sent to him.

2. Shareholders not attending the meeting in person and wishing to vote by mail, on the Internet or give proxy:

- for registered shareholders: send in the single voting form by post or by proxy, which will be sent to him with the convening notice, either by ordinary mail using the T envelope attached to the notice of meeting to the following address: Société Générale - Service assemblées – 32 Rue du Champ de Tir, CS 30812, 44308 Nantes Cedex 3 or by e-mail to the following address: ag2023@onxeo.com;
- for the holder of bearer shares: ask for this form from the intermediary who manages his shares, as of the date of notice of the Meeting. The single voting form by post or by proxy must be accompanied by a certificate of participation issued by his financial intermediary and returned by the latter either by mail to the following address: Société Générale - Service assemblées – 32 Rue du Champ de Tir, CS 30812, 44308 Nantes Cedex 3 or by e-mail to the following address: ag2023@onxeo.com.

Requests for the voting form must reach Société Générale via the shareholder's financial intermediary at one of the addresses indicated above at least six days before the date of the meeting, i.e. by **January 31, 2023**.

Only duly completed voting forms that are received at Société Générale at one the addresses indicated above at least **three days before** the scheduled date of the meeting, i.e. no later than **February 3, 2023**, and accompanied by the certificate of participation issued by an authorised intermediary for bearer shares will be taken into account.

3. Shareholders wishing to give proxy to a third party:

In accordance with Article R. 225-79 of the French Commercial Code, the notification of the appointment and revocation of a proxy representative can be made electronically, as follows:

- for registered shareholders: they must send an email to the following address: ag2023@onxeo.com specifying one's full name, address and Société Générale identifier for directly registered shareholders

(information available at the top left of the account statement) or his identifier with his financial intermediary if he is a holder of administered registered shares and the full name and address of the appointed or revoked agent;

- for holders of bearer shares: they must send an email to the following address: **ag2023@onxeo.com** specifying their full name, address and bank details as well as the full name and address of the appointed or revoked representative. **The shareholder must then imperatively ask the financial intermediary that manages his account to send written confirmation to Société Générale, Service Assemblées, 32 Rue du Champ de Tir, CS 30812, 44308 Nantes Cedex 3.**

In order for the duly signed and completed mandate appointments or revocation to be validly taken into account, they must reach the Company or Société Générale no later than **three days** of the eve of the General Meeting, i.e. on **February 3, 2023** (Paris time), for both notifications made by post or by electronic means.

It is stipulated that any shareholder having already cast his vote, sent a proxy or asked for an admission card or certificate of attendance:

- cannot choose another method of participation;
- may, at any time, transfer all or part of his shares. If the transfer takes place before **February 1st, 2023 at midnight** Paris time, the Company will invalidate or amend, as appropriate, the postal vote, proxy, or certificate of participation. For this purpose, the authorised financial intermediary shall notify the Company or its agent of the transfer and forward the necessary information.

Requests to add draft resolutions or items to the agenda

Requests to add draft resolutions or items to the agenda of the General Meeting fulfilling the conditions provided for by Articles L. 225-105, R. 225-71, and R. 225-73 of the French Commercial Code, presented by shareholders, must, in accordance with the legal provisions, reach ONXEO, 49, Boulevard du General Martial Valin, 75015 Paris, by registered letter with acknowledgement of receipt or by electronic communication at the following address ag2023@onxeo.com, no later than the **twenty-fifth day** preceding the date of the General Meeting.

These requests must be accompanied by a registration certificate that justifies the possession or the representation by the authors of the request of the proportion of the capital required by Article R. 225-71 above. In addition, the examination by the General Meeting of the items or draft resolutions filed by the shareholders in accordance with the regulations is subject to the submission by the authors of the request of a new certificate justifying the registration of their shares under the same conditions by the **second business day** preceding the Meeting.

The texts of the draft resolutions submitted by the shareholders and the list of items added to the agenda at their request will be posted on the Company's website www.onxeo.com as soon as the aforementioned conditions are fulfilled.

Questions in writing

Any shareholder may also formulate a written question. These questions should be addressed:

- To the registered office at 49 Boulevard du General Martial Valin, 75015 Paris by registered letter with acknowledgement of receipt, addressed to the Chairwoman of the Board of Directors,
- to the following email address ag2023@onxeo.com,

four business days, at the latest before the General Meeting, i.e. on **January 31, 2023**, accompanied by a certificate of registration either in the registered securities accounts or in the bearer securities accounts kept by the authorised intermediary.

Shareholders' right to information

In accordance with the French law, all the documents which must be communicated to the General Meetings

will be kept, within the legal deadlines, at the disposal of the shareholders at the registered office. The documents can be consulted on the company's website www.onxeo.com as of the convening of the meeting.

The Board of Directors

