



Public limited company with a capital of 21,610,998.20 euros
Registered office – 49, boulevard du général Martial Valin – 75015 Paris – France
RCS Paris 410 910 095

DOCUMENTS RELATED TO
THE GENERAL MEETING OF SHAREHOLDERS
OF JUNE 4, 2024

Translation for information purposes only

This document is a free translation (the “Translation”) of Valerio Therapeutics’ “ASSEMBLÉE GÉNÉRALE DES ACTIONNAIRES DU 4 JUIN 2024 - BROCHURE DE CONVOCATION”, dated May 20, 2024. 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 4 JUIN 2024 - BROCHURE DE CONVOCATION”, the “ASSEMBLÉE GÉNÉRALE DES ACTIONNAIRES DU 4 JUIN 2024 - BROCHURE DE CONVOCATION” shall prevail.

On May 20, 2024

Ladies and gentlemen,

The shareholders are informed that they are invited to a combined general meeting of the shareholders convened on **June 4, 2024 at 2 p.m. CET**, at the Hôtel Renaissance Paris Nobel Tour Eiffel, 55 avenue Raymond Poincaré, 75116 Paris - France.

Enclosed are the following documents:

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

AGENDA

Agenda under the competence of the ordinary general meeting

- management report of the Board of Directors including the report on corporate governance and presentation by the Board of the annual and consolidated accounts for the year ended 31 December 2023,
- Statutory Auditors' reports on the annual and consolidated accounts for the year ended 31 December 2023 and on the agreements referred to in Articles L. 225-38 et seq. of the Commercial Code,
- first resolution: approval of the annual accounts for the year ended 31 December 2023,
- second resolution: approval of the consolidated accounts for the year ended 31 December 2023,
- third resolution: appropriation of results for the year ended 31 December 2023,
- fourth resolution: examination of the agreements referred Articles Article L. 225-38 et seq of the Commercial Code,
- fifth resolution: renewal of the term of office of a member of the Board of Directors (*Shefali Agarwal*),
- sixth resolution: renewal of the term of office of a member of the Board of Directors (*Bryan Giraud*),
- seventh resolution: approval of the regulations of the Stock Option Plan adopted by the Board of Directors on 21 April 2023 and 29 June 2023,
- eighth resolution: authorization to be granted to the Board of Directors to purchase the Company's own shares,

Agenda under the competence of the extraordinary general meeting

- ninth resolution: consultation of pursuant to Article L. 225-248 of the French Commercial Code, on the possible early dissolution of the Company following the recognition of accounting losses that reduce shareholders' equity to less than half of the share capital,
- tenth 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,
- eleventh 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of adoption and implementation of the tenth Resolution)
- twelfth 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of the adoption and implementation of the tenth Resolution)

- thirteenth 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
- fourteenth 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 11 to 13 above, in accordance with the provisions of article L. 225-135-1 of the French Commercial Code
- fifteenth 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of the adoption and implementation of the tenth Resolution) - investors active in the healthcare or biotechnology sectors)
- sixteenth 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of adoption and implementation of the tenth Resolution) - industrial companies operating in the health or biotechnology sectors)
- seventeenth 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
- eighteenth 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
- nineteenth resolution: setting the overall limits on the amount of the issues carried out pursuant to resolutions 11 to 18 above
- twentieth resolution: authorization of a reverse stock-split of the Company's shares by allotting 1 new ordinary share of 0.70 euro par value for every 5 ordinary shares of 0.14 euro par value held (or for every 5 ordinary shares of 0.10 euro par value held in the event of the adoption and implementation of the tenth Resolution) and to delegation of powers to the Board of Directors to carry it out.
- Twenty-first resolution: authorization to be granted to the Board of Directors to grant options to subscribe for or purchase shares in the Company in accordance with the provisions of Articles L. 225-177 et seq. of the French Commercial Code,
- Twenty second resolution: delegation of authority to be granted to the Board of Directors to issue and allocate share warrants with cancellation of shareholders' preferential subscription rights in favor of the following categories of persons (i) members of the Board of Directors of the Company in office on the date of grant of the warrants who are not employees or officers of the Company or any of its subsidiaries and (ii) persons who are bound by a service or consultancy contract with the Company or any of its subsidiaries,
- Twenty third resolution: first authorisation given to the Board to proceed with the allotment of

existing or new free shares in accordance with articles L. 225-197-1 and following of the commercial code

- Twenty fourth resolution: second authorisation given to the Board to proceed with the allotment of existing or new free shares in accordance with articles L. 225-197-1 and following of the commercial code

Agenda under the competence of the ordinary and extraordinary general meeting

- Twenty fifth resolution: powers to carry out formalities.

TEXT OF THE RESOLUTIONS

Under the competence of the ordinary general meeting

First resolution

Approval of the company accounts for the financial year ending 31 December 2023

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

after having acknowledged the management report and the statutory auditors' reports,

approved the annual company accounts for the financial year ending 31 December 2023, as presented to it, in addition to the operations contained in these accounts and summarized in these reports.

Second resolution

Approval of the consolidated accounts for the financial year ending 31 December 2023

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

after having acknowledged the report from the board of directors on the consolidated accounts for the financial year ending 31 December 2023, and the related statutory auditors' reports,

approved the said consolidated accounts, as presented to it, in addition to the operations contained in these accounts and summarized in these reports.

Third resolution

Allocation of the income for the financial year ended 31 December 2023

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

after having acknowledged the management report,

noting that the loss from the financial year ending 31 December 2023 amounts to 20,215,717.95 euros,

decides to allocate the loss for the year in its entirety to "Retained earnings", which would be a negative €35,340,967.92 (taking into account the reduction in the par value of the shares from €0.25 to €0.14 carried out on 5 February 2024 by reducing the par value by €16,980,070.03, this amount having been definitively charged to "Retained earnings").

In accordance with the law, the general meeting notes that no dividend has been distributed for the last three financial years.

An application of article 223 quater of the general tax code, the general meeting noted that the Company has assumed no expenses and charges mentioned in article 39-4 of the said code.

Fourth resolution

Examination of the agreements covered by articles L. 225-38 and following of the French commercial code

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

after having acknowledged the special report from the statutory auditors concerning agreements referred to by article L. 225-38 of the commercial code, and ruling on this report,

acknowledges that no new agreement was entered into during the 2023 financial year.

Fifth resolution

Renewal of the term of office of a member of the board of directors (Ms Shefali Agarwal)

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

after having acknowledged the report from the board of directors and noting that Ms Shefali Agarwal's term of office as a board member expires at the end of this meeting,

decided to renew Ms Shefali Agarwal's term of office as a board member for a new three-year period expiring at the end of the ordinary general meeting to be held in 2027 for the purpose of ruling on the accounts from the financial year ending 31 December 2026.

Ms Shefali Agarwal has announced in advance that she accepted the renewal of her term of office as a board member and is not subject to any incompatibility limitations which may prevent her from exercising this position.

Sixth resolution

Renewal of the term of office of a member of the board of directors (Mr Bryan Giraudo)

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

after having acknowledged the report from the board of directors and noting that Mr Bryan Giraudo's term of office as a board member expires at the end of this meeting,

decided to renew Mr Bryan Giraudo's term of office as a board member for a new three-year period expiring at the end of the ordinary general meeting to be held in 2027 for the purpose of ruling on the accounts from the financial year ending 31 December 2026.

Mr Bryan Giraudo has announced in advance that he accepted the renewal of his term of office as a board member and is not subject to any incompatibility limitations which may prevent him from exercising this position.

Seventh resolution

Approval of the rules for the stock option subscription or purchase plan adopted by the board of directors on 21 April 2023 and 29 June 2023

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

after having acknowledged the report from the board of directors,

approved the rules for the stock option subscription or purchase plan adopted by the board of directors on 21 April 2023 and 29 June 2023.

Eighth resolution

Authorization to be granted to the board of directors for the purpose of implementing a share buyback program

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

after having acknowledged the report from the board of directors,

authorized the board of directors, with the option to sub-delegate in accordance with the conditions stipulated by law, for a period of eighteen (18) months as from today's date, to acquire the Company's shares, in accordance with the conditions stated in articles L. 22-10-62 and following of the Commercial Code and with (EU) Regulation no. 596/2014 of the European Parliament and Council of April 16, 2014 concerning market abuse,

decided that the shares may be purchased, sold or transferred by any means and in accordance with the applicable stock-market regulations and the admissible market practices published by the *Autorité des Marchés Financiers* (Financial Markets Authority), including among others:

- by public offer for purchase or exchange,
- by using options or other financial future traded on regulated exchanges, multilateral trading systems, with systematic internalizers or concluded on a private basis or through the awarding of shares following the issuing of securities providing access to the Company's capital through conversion, exchange, reimbursement, the use of a warrant or in any other manner, either directly or indirectly, via a provider of investment services,
- by purchasing blocks of shares or via a multilateral trading system or a systematic internalizer. The portion of the operation which may be performed through block sales is unlimited and may concern the entire operation,

decided that the authorization may be used to:

- ensure the liquidity of the Company's shares as part of the liquidity contract entered into with an investment services provider, in accordance with market practices accepted by the Financial Markets Authority concerning share liquidity contracts;
- fulfil obligations related to stock options, free share allotments, employee savings plans or other share allocations to employees and managers of the Company or of the companies linked to it;
- provide shares during the exercising of rights attached to securities providing access to the share capital;
- purchase shares for conservation and subsequent exchange or as payment for any possible external growth operations, in compliance with stock market regulations, among others;
- cancel all or part of the shares thus purchased; or

- more generally, to take action concerning any objective authorized by law or any market practice accepted by the market authorities, with it being hereby specified that in such a hypothesis, the Company shall inform its shareholders by means of an announcement;

decided to set the maximum unitary purchase price per share (excluding costs and commission) at 3 euros, with an overall ceiling of 1,000,000 euros, with it being hereby specified that this purchase price will be subject to adjustments when necessary in order to take account of operations concerning the share capital (including in the cases of the incorporation of reserves and the free allocation of shares, or the division or consolidation of shares) occurring during the validity period of this authorization,

decided that the maximum number of shares which can be purchased under the terms of this resolution may at no time exceed 10% of the total number of shares comprising the share capital at any given moment, with this percentage applying to the share capital adjusted in accordance with the operations affecting it after this general meeting, with it being hereby specified that (i) when the shares are acquired for the purpose of supporting the liquidity of the Company's shares in accordance with the conditions stipulated by the general rules of the Financial Markets Authority, the number of shares taken into account for the calculation of this limit shall correspond to the number of shares purchased following the deduction of the number of shares resold during the authorization period and (ii) when they are acquired with a view to retaining them and subsequently using them as payment or exchange as part of a merger, spin-off or contribution operation, the number of shares acquired may not exceed 5% of the total number of shares,

granted full powers to the board of directors with the option to sub-delegate in accordance with the conditions provided for by law, for the purpose of implementing this authorization, and in particular for considering the appropriateness of initiating a buyback program and to determine the terms and conditions thereof, to place any stock exchange orders, sign any assignment or transfer documents, conclude any agreement, any liquidity contract, any option contracts, submit any declarations to the Financial Markets Authority or any other organization, and any other formalities required, including to allocate or reallocate the acquired shares for the relevant formalities and, more generally, to do everything necessary.

decided that these operations may not be performed during periods when public offerings are underway concerning the Company's shares.

This authorization invalidates the unused portion of any previous authorization granted to the board of directors for the purpose of carrying out operations concerning the Company's shares.

Under the competence of the extraordinary general meeting

Ninth resolution

consultation of pursuant to Article L. 225-248 of the French Commercial Code, on the possible early dissolution of the Company following the recognition of accounting losses that reduce shareholders' equity to less than half of the share capital

The General Meeting, ruling under the conditions of quorum and majority required for extraordinary General Meetings

having reviewed the report of the Board of Directors

having noted that, as a result of the losses incurred during the financial year ended December 31, 2023, the Company's shareholders' equity has fallen below half of the share capital,

decides that there are no grounds for early dissolution of the Company and, consequently, decides to continue the Company's activities.

Tenth 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, 2023, approved by the 1st resolution of the present Annual General Meeting, showed a loss of (20,215,717.95) euros, which is planned under the terms of the 3rd resolution of this General Meeting, to allocate in full to the "Retained earnings" account, which, after allocation, would result in a debit balance of €35,340,967.92 (taking into account the reduction in the par value of the shares from €0.25 to €0.14 carried out on 5 February 2024),

Authorized under the condition of a positive vote on the 1st and 3rd resolutions, a reduction in share capital due to losses by reducing the par value of the Company's shares from 0.14 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 June 4, 2025, 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 0.14 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, 2023 resulting from the corporate financial statements which is the subject of the 1st resolution;
- 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, 2023 resulting from the corporate financial statements which is the subject of the 1st resolution, 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.

Eleventh 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 151,276,987 (or up to a maximum aggregate par value of

EUR 108,054,990 in the event of adoption and implementation of the tenth 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 151,276,987 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the current nominal value, i.e., approximately 700% of the share capital as of March 31, 2024, or
- in case of adoption of the tenth 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 108,054,990.70 euros (or the equivalent of this amount in case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 700% 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 nineteenth 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 151,276,987 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.

Twelfth 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of the adoption and implementation of the tenth 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 151,276,987 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the current nominal value, i.e., approximately 700% of the share capital as of March 31, 2024, or
- in case of adoption of the tenth 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 108,054,990.70 euros (or the equivalent of this amount in case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 700% 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 nineteenth 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 151,276,987 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.

Thirteenth 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:

- 4,322,199.64 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 30,872,854 shares on the basis of the current nominal value, i.e., approximately 20% of the share capital as of March 31, 2024, or
- in case of adoption of the tenth 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, 3,087,285.40 euros (or the equivalent of this amount in case of an issue in another currency), which represents 30,872,854 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 4,322,199.64 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.

Fourteenth 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 11 to 13 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 eleventh resolution, twelfth resolution and thirteenth 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 nineteenth 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.

Fifteenth 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of the adoption and implementation of the tenth 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,

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:

- 151,276,987 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the current nominal value, i.e., approximately 400% of the share capital as of March 31, 2024, or
- in case of adoption of the tenth 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 108,054,990.70 euros (or the equivalent of this amount in case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 700% 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 151,276,987 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.

Sixteenth 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 151,276,987 (or up to a maximum aggregate par value of EUR 108,054,990.70 in the event of adoption and implementation of the tenth 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,

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:

- 151,276,987 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the current nominal value, i.e., approximately 700% of the share capital as of March 31, 2024, or
- in case of adoption of the tenth 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, 108,054,990.70 euros (or the equivalent of this amount in case of an issue in another currency), which represents 1,080,549,907 shares on the basis of the par value of the shares resulting from the said decrease in value, i.e. approximately 700% 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 151,276,987 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.

Seventeenth 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:

- 4,322,199.64 euros (or the equivalent of this amount in the case of an issue in another currency), which represents 30,872,854 shares on the basis of the current nominal value, i.e., approximately 20% of the share capital as of March 31, 2024, or
- in case of adoption of the tenth 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, 3,087,285.40 euros (or the equivalent of this amount in case of an issue in another currency), which represents 30,872,854 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 4,322,199.64 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 nineteenth 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.

Eighteenth 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 0.14 euro i.e. a maximum nominal amount of 14,000 euros, to be paid up in cash, this amount to be deducted from the ceiling mentioned in the 19th resolution below, or
- in case of adoption of the tenth 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, 140,000 shares with a par value of 0.10 euro i.e. a maximum nominal amount of 14,000 euros, to be paid up in cash, this amount to be deducted from the ceiling mentioned in the 19th 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.

Nineteenth resolution

setting the overall limits on the amount of the issues carried out pursuant to resolutions 11 to 18 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 151,276,987 euros on the basis of the current nominal value, or
 - o in case of adoption of the tenth 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, 108,054,990.70 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 151,276,987 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.

Twentieth resolution

authorization of a reverse stock-split of the Company's shares by allotting 1 new ordinary share of 0.70 euro par value for every 5 ordinary shares of 0.14 euro par value held (or for every 5 ordinary shares of 0.10 euro par value held in the event of the adoption and implementation of the tenth 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 21,610,998.20 euros and is divided into 151,276,987 shares with a par value of 0.14 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: 5 old shares for 1 new share and to allocate, as a consequence, to each shareholder 1 share with a par value of 0.70 euro each for 5 shares with a par value of 0.14 euro previously held. The Company's shares will then have a par value of 0.70 euro each;
- in the event of adoption of the tenth 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: 5 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 5 shares with a par value of 0.10 euro previously held. The Company's shares will then have a par value of 0.50 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 5;

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.

Twenty-first resolution

Authorization to be granted to the Board of Directors to grant stock options or stock purchase options

The General Meeting, ruling under the quorum and majority conditions required for extraordinary general meetings,

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

in application of the provisions of Articles 225-177 to L. 225-184 of the French Commercial Code,

authorizes the Board of Directors, with the option to sub-delegate to the Chief Executive Officer, to grant, during the periods authorized by law, options giving the right to subscribe for new shares to be issued by the Company as a capital increase or to purchase existing shares of the Company, under the following conditions:

- the authorization relates to a maximum number of 7,350,000 options each relating to one share, it being recalled that in any event, the Board of Directors must comply with the legal limit set by Articles L. 225-182 and R. 225-143 of the French Commercial Code;
- each option will give the right to subscribe for or purchase one share of the Company with a nominal value of 0.14 euro,
- the options would be granted to members of the salaried employees and/or corporate officers (or some of them) of the Company and companies and economic interest groups linked to the Company under the conditions defined in Article L. 225-180-I of said Code,
- the total number of options thus granted would give the right to subscribe to or purchase a maximum number of 7,350,000 shares with a nominal value of 0.14 euros, i.e., a maximum nominal amount of 1,029,000 euros, corresponding to a maximum dilution percentage of 4.7 % in relation to the Company's share capital on March 31, 2024,

- the purchase or subscription price per share will be set by the Board of Directors on the day the option is granted within the limits provided for by law and this resolution, without being lower than the average of the prices quoted on the twenty stock exchange trading days preceding the day the Board decides to grant the options, rounded up to the next euro cent, nor, in the case of purchase options, to 80% of the average purchase price of the own shares held by the Company, rounded up to the next euro cent,
- each option must be exercised within a period of 10 years at the latest from the date of their granting; it being specified, however, that this period may be reduced by the Board of Directors for beneficiaries resident in a given country to the extent necessary in order to comply with the law of that country,

consequently, grants full powers to the Board of Directors to implement this authorization and in particular, without this list being exhaustive:

- draw up a list of beneficiaries of options and the number of options allocated to each of them;
- determine the nature of the options (stock options or stock purchase options);
- set the terms and conditions of the options and determine the rules of the plan including, in particular, (i) any other performance conditions, reflecting the medium and long-term interests of the Company, and/or conditions for remaining in the Group, to which the exercise of the options will be subject, if applicable, (ii) the date(s) or period(s) of exercise of the options, it being understood that the Board of Directors may anticipate the dates or periods for exercising the options, maintain the exercisability of the options or modify the dates or periods of non-transferability and/or non-convertibility to the bearer of the shares obtained by the exercise of the options, (iii) any clauses prohibiting the immediate resale of all or part of the shares;
- where applicable, limit, suspend, restrict or prohibit the exercise of the options or the sale or transfer to bearer form of the shares obtained by the exercise of the options during certain periods or as from certain events, and its decision may concern all or part of the options or shares or all or part of the beneficiaries;
- set the date of entitlement to dividends, even retroactively, for new shares resulting from the exercise of stock options;
- record the completion of the capital increases up to the amount of the shares which will actually be subscribed by the exercise of the subscription options, amend the bylaws accordingly, complete the subsequent formalities, and, at its sole discretion, if it deems appropriate, proceed, where applicable, to charge any costs incurred in connection with the issues against the share premium account and deduct from this account the sums necessary to fully fund the legal reserve;
- take all measures and carry out all formalities required for the listing of the new shares thus issued.

This authorization may not be used during the period of a public offer for the Company's shares.

This authorization entails, in favor of the beneficiaries of the options, the express waiver by the shareholders of their preferential subscription rights to the shares which will be issued as and when the options are exercised.

The capital increase resulting from the exercise of options will be definitively completed by the sole fact of the declaration of exercise of the option, accompanied by the subscription form and payment.

The Board of Directors will inform the Ordinary General Meeting each year of the transactions carried out under this resolution, in accordance with the provisions of Article L. 225-184 of the French Commercial Code.

This authorization, which cancels all prior authorizations to grant stock options, is granted to the Board of Directors for a period of thirty-eight (38) months from the date of this meeting, it being specified that the Board of Directors may use this authorization on one or more occasions.

Twenty-second resolution

Delegation of authority to be granted to the Board of Directors for the purpose of issuing and allocating share subscription warrants to (i) members of the Board of Directors of the Company in office on the date of allocation of the warrants who are not employees or officers of the Company or one of its subsidiaries and (ii) persons bound by a service or consultancy contract to the Company or one of its subsidiaries

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings,

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

delegates to the Board of Directors the authority to grant a maximum number of 1,850,000 ordinary share subscription warrants (the "SSW") each giving the right to subscribe for one share of the Company, with a nominal value of 0.14 euro, i.e., a maximum nominal amount of 259,000 euros, corresponding to a maximum dilution percentage of 1.2% in relation to the Company's share capital on March 31, 2024,

resolves that the issue price of a SSW will be determined by the Board of Directors on the day of issue of said SSW based on the characteristics of said SSW, with the assistance of an independent expert,

decides to cancel, for these SSW, the shareholders' preferential subscription right, as these SSW can only be allocated to the following category of beneficiaries: (i) members of the Board of Directors of the Company in office at the date of grant of the warrants who are not employees or officers of the Company or any of its subsidiaries and (ii) persons who are bound by a service or consultancy contract to the Company or any of its subsidiaries (the "Beneficiaries"),

resolves, in accordance with the provisions of Article L. 225-138-I of the French Commercial Code, to delegate to the Board of Directors the task of determining the list of Beneficiaries and the portion of the SSW allocated to each Beneficiary so designated,

consequently, authorizes the Board of Directors, within the limit of the foregoing, to issue and allocate the SSW, on one or more occasions for each Beneficiary,

decides to delegate to the Board of Directors for each Beneficiary, the terms and conditions for exercising the SSW and, in particular, the issue price of the SSW, the Exercise Price and the timetable for exercising the SSW, it being specified that the SSW must be exercised within ten (10) years of their issue at the latest and that the SSW which have not been exercised at the end of this ten (10) year period will automatically become null and void,

resolves that the subscription price of an ordinary share of the Company on exercise of a SSW, which will be determined by the Board of Directors at the time of allocation of the SSW, must be at least equal to the volume-weighted average of the prices quoted during the 20 trading days preceding the day on which the SSW is allocated by the Board of Directors,

resolves that the ordinary shares so subscribed shall be fully paid up upon subscription, either by cash payment or by set-off against liquid and due claims,

resolves that the new shares delivered to the Beneficiary upon exercise of its SSW will be subject to all provisions of the bylaws and will carry dividend rights on the first day of the financial year during which they are issued,

decides that the SSW will be transferable. They will be issued in nominative form and will be registered in an account,

resolves to issue 1,850,000 ordinary shares with a maximum par value of 0.14 euro to which the exercise of the warrants issued will give the right,

reiterates that in application of in Article L. 228-98 of the French Commercial Code:

- in the event of a capital reduction motivated by losses through a reduction in the number of shares, the rights of the holders of the SSW as to the number of shares to be received upon exercise of the SSW will be reduced accordingly as if the said holders were shareholders from the date of issue of the warrants;
- in the event of a capital reduction motivated by losses through a reduction in the nominal value of the shares, the subscription price of the shares to which the warrants entitle the holder will remain unchanged, with the issue premium being increased by the amount of the reduction in nominal value;

further resolves that:

- in the event of a capital reduction not motivated by losses by way of a reduction in the par value of the shares, the subscription price of the shares to which the warrants entitle the holder will be reduced by the same amount;
- in the event of a capital reduction not motivated by losses through a reduction in the number of shares, the holders of the SSW, if they exercise their SSW, will be able to request the repurchase of their shares under the same conditions as if they had been shareholders at the time of the Company's repurchase of its own shares,

resolves, as provided for in Article L. 228-98 of the French Commercial Code, that the Company is authorized, without having to seek the authorization of the holders of the warrants, to modify its form and corporate purpose,

recalls that pursuant to the provisions of Article L. 228-98 of the French Commercial Code, the Company is authorized to modify the rules for the distribution of its profits, amortize its capital and create preference shares entailing such modification or amortization, subject to taking the necessary steps to maintain the rights of holders of securities giving access to the capital under the conditions defined in Article L. 228-99 of the French Commercial Code,

authorizes the Company to require holders of the SSW to repurchase or redeem their rights as provided for in Article L. 208-102 of the French Commercial Code,

decides that, should it be necessary to make the adjustment provided for in Article L. 228-99 3° of the French Commercial Code, the adjustment will be performed by applying the method provided for in Article R. 228-91 of the French Commercial Code, it being specified that the value of the preferential subscription right as well as the value of the share before detachment of the subscription right will, if necessary, be determined by the Board of Directors based on the subscription, exchange or sale price per share used for the last transaction involving the Company's capital (capital increase, contribution of securities, sale of shares, etc.) during the six (6) months prior to the meeting of the said Board of Directors or, if no such transaction is carried out during this period, according to any other financial

parameter which appears relevant to the Board of Directors (and which will be validated by the Company's auditors),

resolves to give full powers to the Board of Directors to implement this delegation, in order to:

- issue and allocate the SSW and to set the subscription price, the exercise terms and conditions and the final terms and conditions of the SSW in accordance with the provisions of this resolution and within the limits set in this resolution;
- determine the identity of the Beneficiaries of the SSW as well as the number of SSW to be allocated to each of them;
- set the price of the share that may be subscribed for by exercising an SSW under the aforementioned conditions;
- record the number of ordinary shares issued following the exercise of the warrants, carry out the formalities following the corresponding capital increases and make the corresponding amendments to the bylaws;
- take all measures to ensure the protection of the holders of the warrants in the event of a financial transaction concerning the Company, in accordance with the legal and regulatory provisions in force and, where applicable, the applicable contractual stipulations;
- in general, take any measure and carry out any formality useful to this issue.

resolves that this delegation may not be used during a public offer for the Company's shares,

resolves that this delegation is granted for a period of eighteen (18) months as from this date and terminates any previous delegation having the same purpose.

Twenty-third resolution

First authorisation given to the Board to proceed with the allotment of existing or new free shares in accordance with articles L. 225-197-1 and following of the commercial code

The General Meeting ruling, under the conditions of quorum and majority required for Extraordinary General Meetings,

having taken into consideration the director's report and the report of the statutory auditors, in particular for the sake of preserving its cash, the Company intends to grant free shares in lieu of a portion of the variable compensation due to employees for the year 2023, subject to their being in the employ of the Company when the directors allot the shares;

in accordance with Articles L. 225-197-1 *et seq.* of the French Commercial Code,

authorises the Board, with the option to subdelegate this authorisation to the Chief Executive Officer, to make a free grant of the Company's existing or future shares, on one or more occasions, to members of the Company's salaried staff, or certain categories of them and/or its corporate officers who satisfy the conditions set by Article L.225-197-1, II of the Commercial Code as well as to members of the salaried staff of the companies or economic interest groups in which the Company directly or indirectly holds at least 10% of the capital or voting rights on the date these shares are allotted;

stipulates that if the shares of the Company are trading on a regulated market, the Board must allocate free shares to officers who meet the conditions set by Article L.225-197-1, II of the Commercial Code, in order to comply with the provisions of Article L. 225-197-6 of the Commercial Code;

decides to set at 300,000 shares, each of a nominal value of €0.14, representing a nominal amount of €42,000, the total number of bonus shares that may be granted by the Board under this authorisation, corresponding to a maximum dilution percentage of 0.2% in relation to the Company's share capital as at March 31, 2024, excluding the nominal amount of the shares to be issued, as the case may be, in respect of the adjustments made in accordance with the law and any applicable contractual provisions;

decides that the allocation of shares to their beneficiaries will be final, subject to fulfilling the conditions or criteria set by the Board of Directors, after a period of at least one (1) year (the "Vesting Period"), and that the beneficiaries of these shares must hold them for a period of time set by the Board of Directors (the "Holding Period"), which, together with the Vesting Period, may not be less than two (2) years;

specifies that (i) this authorisation may only be implemented by the Board of Directors for the purpose of allocating a maximum number of free shares per beneficiary, based on the average price of the last 20 trading days preceding their allocation, representing a value equal to 50% of the maximum individual variable remuneration of the person concerned for the 2023 financial year, provided it has not already been paid to him in cash and that (ii) the final vesting of the said free shares by the beneficiaries concerned will not be subject to performance conditions;

decides that, as an exception to the above, the shares will be permanently allotted before the end of the Vesting Period if the beneficiary becomes disabled with a 2nd or 3rd category disability under Article L.341-4 of the Social Security Code;

decides that the allocated shares will be freely transferable upon a request for allocation by the heirs of a deceased beneficiary or a beneficiary that becomes disabled under the aforementioned categories of the Social Security Code;

decides that the duration of the Vesting Period and Retention Period shall be determined by the Board within the aforementioned limits;

takes note that in accordance with Article L.225-197-1 of the Commercial Code, if the allocation concerns shares to be issued, this authorisation automatically entails the shareholders waiving their preferential subscription right in favour of the beneficiaries of the free shares, the corresponding capital increase being carried out solely by the permanent allocation of shares to the beneficiaries;

takes note, for the sake of clarity, that this decision entails the waiver, by the shareholders in favour of the beneficiaries of free shares, of the part of the reserves, profits, or premiums that will be used to issue new shares, if need be, at the end of the Vesting Period, for which full powers are delegated to the Board of Directors;

delegates all powers to the Board in order to:

- establish that sufficient reserves exist and, for each allotment, transfer the funds required for paying up the new shares to be allotted, to an unavailable reserve account;
- decide the identity of the beneficiaries of the allotments and the number of bonus shares to be allotted to each of them;
- Determine the conditions and if necessary the criteria for allotting the shares;

if necessary:

- decide, when the time comes, the capital increase(s) corresponding to the issue of any new grant of free shares;
- acquire the shares necessary for the delivery of any existing shares allotted free of charge;
- take all measures to ensure that the beneficiaries respect the holding obligation; and
- generally, within the context of the legislation in force, carry out all that the implementation of this authorisation requires;

this authorisation cannot be used while a takeover bid for the Company is in progress;

This authorisation, which cancels any previous authorisation to allocate bonus shares, is given to the Board of Directors for a period of 38 months from the date of this General Meeting, it being specified that the Board of Directors may use this authorisation on one or more occasions.

Twenty-fourth resolution

Second authorisation to be given to the Board to proceed with the free allocation of existing shares or shares to be issued in accordance with articles L. 225-197-1 and following of the commercial code

The General Meeting ruling, under the conditions of quorum and majority required for Extraordinary General Meetings,

having taken into consideration the directors' report and the report of the statutory auditors, in particular, for the sake of preserving its cash and maintaining its key personnel, the Company intends to grant free shares and stock options in lieu of a portion of the variable compensation due to employees for the year 2024, subject to their employ in Company at the time the Board allocates the shares, and to provide an attractive retention plan;

In accordance with Articles L.225-197-1 *et seq.* of the Commercial Code,

authorises the Board, with the option to subdelegate this authorisation to the Chief Executive Officer, to make a free grant of the Company's existing or future shares, on one or more occasions, to members of the Company's salaried staff, or certain categories of them and/or its corporate officers who satisfy the conditions set by Article L.225-197-1, II of the Commercial Code as well as to members of the salaried staff of the companies or economic interest groups in which the Company directly or indirectly holds at least 10% of the capital or voting rights on the date these shares are allotted;

stipulates that if the shares of the Company are trading on a regulated market, the Board must allocate free shares to officers who meet the conditions set by Article L.225-197-1, II of the Commercial Code, in order to comply with the provisions of Article L. 225-197-6 of the Commercial Code;

decides to set at 435,000 shares, each with a nominal value of €0.14, representing a total nominal amount of €60,900, the total number of bonus shares that may be allocated by the Board pursuant to this authorisation, corresponding to a maximum dilution percentage of 0.3% in relation to the share capital of the Company as at March 31, 2024, it being specified that (i) the total number of bonus shares awarded by the Board can never exceed the global limit of 10% of the Company's existing capital on the date of the decision to grant them and (ii) the nominal amount of the capital increases resulting from the allocation of free shares that may be granted under this authorisation and from the 23rd resolution above and the exercise of stock options granted under the terms of the 21st resolution and the exercise of the subscription warrants granted in the 22nd resolution hereunder, may not exceed a nominal amount of €1,029,000, representing a maximum of 7,350,000 shares, corresponding to a maximum dilution percentage of 4.7% in relation to the share capital of the Company as at March 31, 2024, excluding the

par value of securities to be issued, as the case may be, for adjustments made in accordance with the law and, as the case may be, applicable contractual stipulations;

decides that the allocation of the shares to their beneficiaries will be final, subject to meeting any conditions or criteria set by the Board of Directors, at the end of a period of at least one (1) year (the "Vesting Period"), and that the beneficiaries of these actions should, as appropriate, hold them for a period of time set by the Board of Directors (the "Holding Period", which, combined with that of the Vesting Period may not be less than two (2) years, and it being specified that, in the case of bonus shares granted to executive corporate officers, their allocation will be final subject to meeting the following performance conditions, assessed over the short or medium term: advancing the Company's three key programmes of expanding the portfolio through strategic transactions, share price performance, and financing and organising the Company; these performance criteria and their weighting being identical to those used to determine the Chief Executive Officer's variable compensation;

decides that, as an exception to the above, the shares will be permanently allotted before the end of the Vesting Period if the beneficiary becomes disabled with a 2nd or 3rd category disability under Article L.341-4 of the Social Security Code;

Decides that the allocated shares will be freely transferable upon a request for allocation by the heirs of a deceased beneficiary or a beneficiary that becomes disabled under the aforementioned categories of the Social Security Code;

decides that the duration of the Vesting Period and Retention Period shall be determined by the Board within the aforementioned limits;

takes note that in accordance with Article L.225-197-1 of the Commercial Code, if the allocation concerns shares to be issued, this authorisation automatically entails the shareholders waiving their preferential subscription right in favour of the beneficiaries of the bonus shares, the corresponding capital increase being carried out solely by the permanent allocation of shares to the beneficiaries;

takes note, for the sake of clarity, that this decision entails the waiver, by the shareholders in favour of the beneficiaries of free shares, of the part of the reserves, profits, or premiums that will be used to issue new shares, if need be, at the end of the Vesting Period, for which full powers are delegated to the Board of Directors;

delegates all powers to the Board in order to:

- establish that sufficient reserves exist and, for each allotment, transfer the funds required for paying up the new shares to be allotted, to an unavailable reserve account;
- decide the identity of the beneficiaries of the allotments and the number of free shares to be allotted to each of them;
- determine the conditions and if necessary the criteria for allotting the shares;

if necessary:

- decide, when the time comes, the capital increase(s) corresponding to the issue of any new grant of bonus shares;
- acquire the shares necessary for the delivery of any existing shares allotted free of charge;
- take all measures to ensure that the beneficiaries respect the holding obligation; and
- generally, within the context of the legislation in force, carry out all that the implementation of

this authorisation requires;

this authorisation cannot be used while a takeover bid for the Company is in progress;

This authorisation, which cancels any previous authorisation to allocate bonus shares, is given to the Board of Directors for a period of 38 months from the date of this General Meeting, it being specified that the Board of Directors may use this authorisation on one or more occasions.

Under the competence of the ordinary and extraordinary general meeting

Twenty-fifth 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.

BUSINESS OVERVIEW IN 2023

Valerio Therapeutics (formerly Onxeo) is a clinical-stage biotechnology company developing innovative oncology drugs targeting tumor intracellular processes through its unique DNA decoy mechanism of action in the sought-after fields of oncology and inflammatory diseases. 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.

The Annual General Meeting held on June 6, 2023, changed the name of the company from Onxeo to Valerio Therapeutics. This name change was accompanied by a new identity designed to better represent Valerio Therapeutics' ability to rapidly advance breakthrough therapeutic candidates through Phase 2 development, and to collaborate with partners for further development and commercialization.

Valerio Therapeutics is listed on Euronext Growth in Paris.

The Company's portfolio includes:

- PlatON™ is Valerio Therapeutics proprietary chemistry platform of DNA decoy therapeutics, 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 DNA decoy therapeutic 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.
- VIO-01 (formerly OX425), the second compound from platON™, is a novel pan-DDR Decoy with high antitumor activity. It also mediates multiple immunostimulatory effects by activating the STING pathway. In 2023, VIO-01 underwent IND-enabling preclinical development until IND submission and positive feedback from the FDA to initiate its clinical development.
- DecoyTAC: the 3rd generation platON™ platform, leveraging the unique MOA of DNA decoy therapeutics coupled to targeted protein degradation (PROTAC). This evolution expands the activity of platON™ platform beyond DNA repair by targeting other proteins such as transcription and epigenetic factors, in oncology and outside oncology for other diseases like inflammatory and muscular diseases.

The Company is convinced that its DNA decoy technology has significant therapeutic potential and represents a disruptive innovation that could pave the way for a new paradigm in cancer treatment.

1. R&D PROGRAMMES

1.1. ASIDNA®

ASIDNA™

AsiDNA™ is a *first-in-class* DNA Decoy which traps and sequesters DNA-PK, a complex of proteins involved in the DNA Damage Response. AsiDNA™ thus induces inhibition of DNA-PK-dependent DNA repair in tumor cell, which nevertheless continues its replication cycle, but with damaged DNA, thus leading to cell death. AsiDNA is used in combination with other tumor DNA damaging agents such as radiotherapy and chemotherapy, or in combination with inhibitors of a specific repair pathway such as PARPi or other targeted therapies, to increase their efficacy, notably by abrogating any resistance to these treatments, without increasing toxicity. AsiDNA™ specifically targets tumor cells and has a very favorable safety profile in humans observed in four Phase 1/1b clinical studies.

The Company continued the clinical development of AsiDNA™ in 2023.

Given the limited efficacy observed during phase 1 clinical trials especially as a monotherapy, it was not considered beneficial for patients to further pursue clinical development of AsiDNA™ or initiate a phase 2 study. Furthermore, AsiDNA™ is assumed to generate no revenue and only have minor carrying costs for company industrial property. For all these reasons, it was decided to deprioritize AsiDNA™ clinical investigation to focus efforts on development of VIO-01, our second-generation drug candidate.

In clinical development

The company initiated 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. This clinical trial started in January 2023, with the activation of the first clinical study site in the United States, *Next Oncology* in San Antonio.

In addition, during the first half of the year, Valerio Therapeutics continued its two trials conducted in collaboration with two academic research centers of excellence in oncology:

- The Revocan phase 1b/2 investigator sponsored trial evaluating the addition of AsiDNA™ to combat PARP inhibitor resistance in second-line maintenance treatment of recurrent ovarian cancer.
- The Phase 1b/2 trial evaluating AsiDNA™ in combination with radiotherapy in recurrent high-grade glioma in children, an indication with a particularly poor prognosis.

1.2. VIO-01

VIO-01, formerly OX425, is a Pan-DDR DNA Decoy Targeting Multiple Proteins & Repair Pathways and represents the most optimal drug candidate selected to enter preclinical development. VIO-01 traps several DDR Proteins Inhibiting Different DNA Repair Pathways. VIO-01 reaches the nucleus and acts as a decoy for several DNA repair enzymes. It has an increased resistance to nucleases and plasmatic stability.

Valerio Therapeutics presented new preclinical data confirming the pan-DDR DNA decoy effect of VIO-01 and the high anti-tumor activity in tumor models independently from the homologous recombination repair status on April 19, 2023, at the American Association for Cancer Research (AACR) Annual Meeting. Also, the Company presented new preclinical data confirming VIO-01's capability to abrogate several DNA repair pathways and induce a drug-driven synthetic lethality, without the need of a combined treatment.

VIO-01 underwent late-stage IND-enabling preclinical development in 2023, with the execution of regulatory toxicology and ADME/PK studies. This package allowed IND submission to FDA followed by approval to start first-in-human clinical trial.

NEXT Oncology San Antonio, the first site for the Phase 1/2 (VIO-01-101) study investigating VIO-01 has been activated and has dosed the first patient.

1.3. 3RD GENERATION OF PLATON™ PLATFORM

Valerio Therapeutics continued to optimize the PlatON™ platform to develop more potent assets coupled to innovative technologies, with the objective to combine PlatON™ platform's DNA decoys with the targeted protein degradation strategy offered by PROTACs (PROteolysis-TArgeting Chimeras) technology. PROTACs technology and other tumor specific targeting options may be a novel class of heterobifunctional molecules that can selectively degrade target proteins within cells. This approach offers several advantages over the other molecules involved in modulating the DNA damage response,

such as increased selectivity and reduced toxicity. This specific strategy involves generating DecoyTAC combining our vectorized DNA decoy molecules capable of efficient cell penetration with a linker+E3 ligand promoting the complete degradation of the target proteins, thereby presenting a novel mechanism of action.

The exploration of the convergence of PROTACs and DNA Decoys aims to not only propose new therapeutic modalities against DDR proteins but also against transcription factor proteins that are challenging to target. Through these efforts, the Company strives to advance the field of oncology drug development and contribute to the treatment of cancer patients.

1.4. PRODUCTS LICENSED TO THIRD PARTIES - BELEODAQ® (BELINOSTAT)








Belinostat is a histone deacetylase inhibitor (HDACi) that is marketed under the brand name Beleodaq® in the United States for the second-line treatment of patients with peripheral T-cell lymphoma. In April 2020, Valerio Therapeutics entered into agreements with Acrotech Biopharma LLC that extend Acrotech's commercialization rights for belinostat to all territories that they did not already have under license (i.e. the United States, Canada, Mexico and India) and transfer patent ownership for the oral form of belinostat to them in all territories.

As of the date of the agreements, Valerio Therapeutics no longer has any responsibility for the development of the product, and it is therefore no longer presented in the Company's R&D portfolio.

In early July 2022, Valerio Therapeutics received the final licensing fees from its partner, which allowed for the full repayment of the balance of the bonded debt contracted with SWK Holdings in June 2018. Since the full repayment of this debt, the license has become royalty-free and Acrotech retains all revenues that Beleodaq® generates.

2. THE R&D PORTFOLIO

As of 30 April 2024, the Company's R&D portfolio is as follows:

Positioning	Program (Route Of Admin)	Target	Target Indication	Discovery	IND-Enabling	Phase 1/2	Phase 3	Next Milestone
 Monotherapy	VIO-01 (IV)	PARP1, MRN, KU70/80	mHRR or HRD+ solid tumors					FPI Early 2024
	DecoyDNA / DecoyTAC	DDR, Epigenetics, Transcription Factors	Undisclosed Oncology					IND enabling studies 1H24
			Undisclosed Non-Oncology					IND enabling studies 2H24
 Combination	AsiDNA™ (IV)	DNA-PK	Recurrent ovarian, breast, prostate cancer (+PARPi)					FPI U.S. trial Mar-23
			Ovarian cancer (+PARPi) / Glioma (+Radiotherapy)	 REVOCAN / GUSTAVE ROUSSY / GLIOMA Institute Curie				Readout in 1Q24

Changes from the portfolio presented in the 2022 annual financial report are as follows:

- The Phase 1/2 of the trial AsiDNA™ in the U.S., in combination with the PARP inhibitor Olaparib enrolled three patients in 2023.
- Postponement of the preliminary results of the Revocan study to the first half of 2023, instead of the second half of 2022, due to slowed enrollment.
- Preclinical development of VIO-01 (formerly OX425), with the execution of regulatory toxicology and ADME/PK studies and the filing of an Investigational New Drug (IND) application with the FDA in October 2023.

3. FUNDING

On June 9, 2023, Valerio Therapeutics completed a new €12 million round of financing from its historical shareholders Invus and Financière de la Montagne and a new investor, Agenus Inc. The net proceeds of this reserved share issue are intended for the development of VIO-01 (formerly OX425), both clinically and industrially, for ongoing and future clinical trials and more generally, to finance the Company's current expenses. This financing is structured in the form of a capital increase of €12 million.

These resources provide the Company with sufficient visibility to carry out its projects, including the expansion of the clinical development of AsiDNA™ and the continuation of the preclinical development of the platON™ compounds, including VIO-01, until the second quarter of 2024.

Terms and conditions of the capital increase

The capital increase was carried out by issuing ordinary shares with cancellation of shareholders' preferential subscription rights, in favor of a category of persons, on the basis of the 6th and 7th resolutions of the Extraordinary General Meeting of February 6, 2023, in accordance with the provisions of Articles L. 225-129 et seq. of the commercial code.

A total of 42,857,143 new ordinary shares, with a par value of €0.25 each, were issued to Invus Public Equities LP, Financière de la Montagne and Agenus. The new shares represent approximately 28% of the Company's share capital before the completion of the private placement. The subscription price has been set at €0.28 per new share, corresponding to the weighted average of the prices of the last three trading sessions (i.e. from May 12 to 16, 2023 inclusive) without discount, representing net proceeds of the issue of €12 million.

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

The new shares were admitted to trading on the Euronext Growth market in Paris on June 9, 2023. They are listed on the same quotation line as the Company's existing shares (ISIN: FR0010095596), carry current dividend rights and were 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 28.5% and 19% of the Company's capital respectively, based on a total of 154,364,273 shares. Agenus held 11.5% of the Company's capital, based on a total of 154,364,273 shares, and a shareholder owning 1% of the Company's capital saw its stake reduced to 0.7%. To the Company's knowledge, no other shareholder owns more than 5% of its capital.

4. GOVERNANCE

The Annual General Meeting of June 6, 2023, renewed the terms of Financière de la Montagne, represented by Mr. Nicolas Trebouta, and Robert Coleman as directors for three years.

As of 30 April 2024, the Board of Directors is composed of 7 members, 6 men and 1 woman, including 3 independent members.

Detailed information on corporate governance can be found in the Corporate Governance Report which is shown in the 2023 Annual Report.

5. CHRONOLOGICAL SUMMARY OF THE COMPANY'S PRESS RELEASES IN FISCAL YEAR 2023

The full text of these press releases can be accessed on the Company website at (www.valeriotx.com).

January 18, 2023	Availability of preparatory documents for the Extraordinary General Meeting of February 6, 2023
January 25, 2023	Valerio Therapeutics provides update on the Development Program for its first-in-class drug candidate AsiDNA™
January 27, 2023	Publication of the 2023 Financial Agenda

February 6, 2023	Report on the Extraordinary General Meeting of February 6, 2023
March 14, 2023	Change the date of the general meeting to June 6, 2023
April 21, 2023	Publication of the 2022 full-year results postponed to April 24, 2023
April 24, 2023	Publication of the full year 2022 financial results and clinical development updates
April 28, 2023	Publication of the 2022 Annual Financial Report
May 16, 2023	Availability of preparatory documents of the Combined General Meeting of June 6, 2023
June 6, 2023	Results of the Annual General Meeting of June 6, 2023 and focus on the change of name to Valerio Therapeutics
July 6, 2023	Half-year liquidity contract statement
September 28, 2023	Publication of the Half-Year 2023 Financial Results and update on activities

6. SIGNIFICANT EVENTS AFTER DECEMBER 31 2023

On February 6, 2024, the Company completed a reduction of the par value of its shares. Using the authorization granted by the Shareholders' General Meeting of 6th February 2023, the Board of Directors decided to reduce the share capital by eliminating part of the losses incurred, by an amount of €16,980,070.03. This capital reduction, motivated by losses, is being carried out by reducing the nominal value of the Company's shares from €0.25 euro to €0.14. Its purpose is to facilitate any new financial transactions that may be appropriate in the future. Following this operation, the Company's share capital amounts to €21,610,998.20, divided into 154,364,273 ordinary shares with a par value of €0.14 each.

The company also announced on April 29, 2024

- Valerio Therapeutics has completed the nonclinical development of VIO-01, formerly OX425, for support of its first-in-human investigation
- Valerio Therapeutics received the FDA's clearance to proceed with the IND-opening study VIO-01-101 for VIO-01
- NEXT Oncology San Antonio, the first site for the Phase 1/2 (VIO-01-101) study investigating VIO-01 has been activated and has dosed the first patient
- Deprioritization of AsiDNA clinical investigation to focus efforts on developing VIO-01, our second-generation development candidate
- Valerio Therapeutics continued its optimization of platON platform by developing DecoyTAC, leveraging the unique DNA Decoy MoA and the targeted protein degradation (PROTAC), and expanding the targets beyond DDR
- Taking into account the financing commitments received from its main shareholders Invus and Financière de la Montagne, in the amount of 5 million euros, the Company will be able to finance its activities at least until the end of fourth quarter of 2024 based on its financing plan.

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 31 May 2024, 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 Securities Services - Service assemblées - CS 30812, 44308 Nantes Cedex 3; 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: ag2024@valeriotx.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: ag2024@valeriotx.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 **29 May 2024**.

Only duly completed voting forms that are received at Société Générale at one the addresses indicated

above at least **four days** before the scheduled date of the meeting, i.e. no later than **31 May 2024**, and accompanied by the certificate of participation issued by an authorised intermediary for bearer shares will be taken into account.

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: ag2024@valeriotx.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: ag2024@valeriotx.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 **four days** before the General Meeting, i.e. on 31 May 2024 at the latest, 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 **31 May 2024 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.

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 Chairman of the Board of Directors,
- to the following email address ag2024@valeriotx.com,

four business days, at the latest before the General Meeting, i.e. on **29 May 2024**, 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.valeriotx.com as of the convening of the meeting.

The Board of Directors

REQUEST FOR THE SENDING OF ADDITIONAL DOCUMENTS

The undersigned :

NAME AND FIRST NAME _____

ADDRESS _____

E-MAIL _____

owner of _____ share(s) in the :

- nominative form,

- bearer form, registered with : _____ (1)

acknowledge receipt of the documents relating to the combined ordinary and extraordinary general meeting of the shareholders to be held on **June 4, 2024** referred in to Article R. 225-81 of the commercial code,

request **VALERIO THERAPEUTICS** to provide, for the said meeting, the documents referred to in Article R. 225-83 of the commercial code :

hard copies send at the above mentioned postal address,

by e-mail at the above mentioned e-mail address.

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 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.

(1) indication of the bank, financial institution or online broker, etc. account holder (the applicant must prove its shareholder status by sending a certificate of holding issued by the authorized intermediary).