

**VALERIO THERAPEUTICS**

Corporation with a Board of Directors (*Société Anonyme à Conseil d'Administration*)

Share capital: 21 610 998,20 euros

Registered office: 49 boulevard du Général Martial Valin, 75015 Paris

RCS 410 910 095 Paris

(the "Company")

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**NOTICE OF MEETING**

**COMBINED GENERAL MEETING OF SHAREHOLDERS**

**ON APRIL 9, 2025**

**Notice of Meeting**

Ladies and Gentlemen, shareholders are hereby informed that they are invited to the ordinary and extraordinary general meeting of shareholders to be held on April 9, 2025, at 2:00 p.m., at 49 boulevard du Général Martial Valin, 75015 Paris.

The prior notice of the General Meeting, as provided for in Article R.225-73 of the French Commercial Code, was published in the Bulletin des Annonces Légales Obligatoires of March, 3 2025, bulletin no. 27, notice 2500497.

The meeting is called to deliberate on the following agenda and to vote on the following draft resolutions:

**Agenda for the Ordinary General Meeting**

First resolution: Dismissal of a member of the Board of Directors (*Shefali Agarwal*)

Second resolution: Ratification of the co-optation of a member of the Board of Directors (*Jacques Mallet*)

Third resolution: Ratification of the co-optation of a member of the Board of Directors (*Antoine Barouky*)

**Agenda for the Extraordinary General Meeting**

Fourth resolution: Division of the par value of the Company's shares

Fifth resolution: Amendment of Article 14 of the Company's Articles of Association

**Agenda for the Ordinary and Extraordinary General Meetings**

Sixth resolution: Powers to carry out formalities

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## Participation in the General Meeting

All shareholders, regardless of the number of shares they own, are entitled to attend the meeting.

### Justification of the right to participate in the General Meeting

The right to attend the meeting is evidenced by the registration of the shares in the name of the shareholder or of the intermediary registered on the shareholder's behalf, on **April 7, 2025, at 00:00** Paris time, either in the registered share accounts held by Société Générale, or in the bearer share accounts held by an authorized intermediary.

The registration of shares in bearer share accounts held by an authorized intermediary is evidenced by a certificate of participation issued by the intermediary, appended to the absentee voting or proxy form or the request for an admission card drawn up in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary. A certificate is also issued to shareholders wishing to attend the meeting in person who have not received their admission card by midnight Paris time on **the second business day** prior to the meeting.

### How to attend the meeting

1. Shareholders wishing to attend the meeting in person:
  - Registered shareholders should request an admission card by sending the duly completed postal voting form, using the prepaid envelope enclosed with the notice of meeting, or by post to Société Générale Securities Services (Service Assemblées, CS 30812, 44308 Nantes Cedex 3); if they have not received their admission card by the **second business day** prior to the meeting, they may go directly to the appropriate counter on the day of the meeting, with proof of identity.
  - Holders of bearer shares should ask the authorized intermediary managing their share account to send them an admission card.
2. Shareholders not attending the meeting in person and wishing to vote by post or by proxy
  - For registered shareholders: return the single postal voting form or proxy form, which will be sent with the notice of meeting, either by post using the T envelope enclosed with 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 [ag2025@valeriotx.com](mailto:ag2025@valeriotx.com);
  - For holders of bearer shares: request this form from the intermediary who manages their shares, as from the date on which the meeting is called. The single postal or proxy voting form must be accompanied by a certificate of participation issued by the financial intermediary and returned by the latter by post 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 [ag2025@valeriotx.com](mailto:ag2025@valeriotx.com).

Requests for voting forms must reach Société Générale **via the shareholder's financial intermediary**, at one of the addresses indicated above, at least six days before the scheduled date of the meeting, i.e. **April 3, 2025**.

Only duly completed voting forms received by Société Générale, at one of the above addresses, at least **four days** before the date of the Meeting, i.e. by **11:59 p.m. on April 5, 2025** at the latest, and accompanied by the certificate of participation issued by the authorized intermediaries, will be taken into account in the case of bearer shares.

### Shareholders wishing to appoint a proxy

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

- For registered shareholders: the shareholder must send an e-mail to the following e-mail address: [ag2025@valeriotx.com](mailto:ag2025@valeriotx.com), specifying his or her surname, first name, address and Société Générale identifier for pure registered shareholders (information available at the top left of the account statement) or his or her

identifier with his or her financial intermediary if he or she is an administered registered shareholder, as well as the surname, first name and address of the appointed or revoked proxy;

- For bearer shareholders: the shareholder must send an e-mail to the following address: [ag2025@valeriotx.com](mailto:ag2025@valeriotx.com), specifying his or her surname, first name, address and bank details, as well as the surname, first name and address of the appointed or revoked proxy. **The shareholder must then ask the financial intermediary managing his or her securities account to send written confirmation to Société Générale, Services Assemblées, 32 rue du Champ de Tir, CS 30812, 44308 Nantes cedex 3.**

In order for duly signed and completed proxy designations or revocations to be validly taken into account, they must reach the Company or Société Générale no later than **four days** before the date of the Meeting, i.e. **by 11:59 p.m. on April 5, 2025** at the latest, regardless of whether notifications are made electronically or by post.

Any shareholder who has already cast a vote, sent a proxy or requested an admission card or certificate of attendance :

- can no longer choose another method of participation;
- may sell all or part of its shares at any time. If the sale takes place before **April 7, 2025 at midnight**, Paris time, the company will invalidate or amend, as appropriate, the absentee ballot, the proxy, the admission card or the certificate of attendance. To this end, the authorized intermediary holding the shares will notify the Company or its agent of the sale, and provide the necessary information.

### **Written Questions**

Any shareholder may also submit a written question. These questions must be sent:

- to the registered office at 49 Boulevard du Général Martial Valin, 75015 Paris, by registered letter with acknowledgment of receipt, addressed to the Chairman of the Board of Directors,
- to the following email address: [ag2025@valeriotx.com](mailto:ag2025@valeriotx.com),

no later than **four business days** before the General Meeting, i.e., no later than **April 3, 2025**, accompanied by a certificate of registration in either the registered share accounts or the bearer share accounts held by the authorized intermediary.

### **Shareholders' right to information**

In accordance with the law, all documents required to be communicated at general meetings will be made available to shareholders at the registered office within the legal timeframe. These documents will be available for consultation on the Company's website [www.valeriotx.com](http://www.valeriotx.com).

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**The Board of Directors**