

SUPERSONIC IMAGINE

A French *société anonyme* with a Board of Directors
and share capital of €2,417,442.90
Registered office: 510, rue René Descartes – Les Jardins de la Duranne Bât E & Bât F
13857 Aix-en-Provence Cedex 3
481 581 890 RCS Aix-en-Provence

(the “**Company** “)

AGENDA

Agenda within the authority of the Ordinary Shareholders’ Meeting

1. Approval of the annual financial statements for the year ended December 31, 2020
2. Approval of the consolidated financial statements for the year ended December 31, 2020
3. Allocation of earnings for the year ended December 31, 2020
4. Allocation of a portion of the share premium to the negative retained earning account
5. Approval of regulated agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code: fourth amendment to the loan agreement entered into on June 23, 2020 with Hologic Hub Ltd.
6. Approval of a regulated agreement referred to in Articles L. 225-38 et seq. of the French Commercial Code: fifth amendment to the loan agreement entered into on January 19, 2021 with Hologic Hub Ltd.
7. Ratification of the cooptation of Mrs. Souad Belarbi as member of the Board of Directors
8. Renewal of the appointment of Mr. Michael Brock as member of the Board of Directors
9. Renewal of the appointment of Mrs. Ghislaine Gueden as member of the Board of Directors
10. Renewal of the appointment of Mr. Antoine Bara as member of the Board of Directors
11. Renewal of the appointment of Mr. Michelangelo Stefani as member of the Board of Directors
12. Renewal of the appointment of Mrs. Souad Belarbi as member of the Board of Directors
13. Determination of the total amount of compensation allocated to members of the Board of Directors for the financial year 2021

Agenda within the authority of the Extraordinary Shareholders’ Meeting

14. Capital decrease to zero motivated by losses subject to the condition precedent of the capital increase provided for in the 15th resolution; delegation of powers to be granted to the Board of Directors - corresponding amendment of the bylaws
15. Delegation to the Board of Directors for the purpose of increasing the share capital by issuing ordinary shares with preferential subscription rights for shareholders
16. Delegation to the Board of Directors to increase the number of shares issued in accordance with Article L. 225-135-1 of the French Commercial Code, in the event of implementation of

the delegation referred to in the 15th resolution, with preferential subscription rights for shareholders

17. Delegation to the Board of Directors to carry out a capital increase, without with preferential subscription rights for shareholders, reserved for members of a group savings plan
18. Aggregate limit on issue authorizations
19. Powers to carry out formalities

TEXT OF RESOLUTIONS

First resolution (*Approval of the annual financial statements for the year ended December 31, 2020*).

- The Shareholders' Meeting, acting under the conditions of quorum and majority required for ordinary shareholders' meetings, after having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors, the report on the Company's corporate governance, the report of the Statutory Auditors on the annual financial statements for the year ended December 31, 2020 and the annual financial statements for the year ended December 31, 2020,

approves, as presented, the annual financial statements for the year ended December 31, 2020, showing a net loss of (19,274,424.54) euros, including the balance sheet, income statement and notes, as well as the transactions reflected in these financial statements and summarized in these reports,

approves, pursuant to Article 223 *quater* of the French General Tax Code, the amount of expenses and charges not deductible from profits subject to corporate income tax within the meaning of Article 39.4 of the French General Tax Code, which amounts to 37,870 euros at December 31, 2020, it being specified that no tax was borne by the Company due to these expenses in view of the loss for the year.

Second resolution (*Approval of the consolidated financial statements for the year ended December 31, 2020*).

- The Shareholders' Meeting, acting under the conditions of quorum and majority required for ordinary shareholders' meetings, after having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors, the report on the Company's corporate governance, the report of the Statutory Auditors on the consolidated financial statements for the year ended December 31, 2020 and the Company's annual consolidated financial statements for the year ended December 31, 2020,

approves, as presented, the consolidated financial statements for the year ended December 31, 2020 prepared in accordance with provisions of Articles L. 233-20 et seq. of the French Commercial Code, showing a net loss for the consolidated group of (19,922,411.02) euros, including the balance sheet, income statement and notes as well as the transactions reflected in these financial statements and summarized in these reports.

Third resolution (*Allocation of earnings for the year ended December 31, 2020*).

- The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, after having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors, the report on the Company's corporate governance, the report of the Statutory Auditors on the annual financial statements for the year ended December 31, 2020 and the annual financial statements for the year ended December 31, 2020,

notes that the accounts closed on December 31, 2020 and approved by this Shareholders' Meeting show a net loss of (19,274,424.54) euros,

decides, on the proposal of the Board of Directors to allocate the loss for the financial year amounting to (19,274,424.54) euros, in full to the "Retained earnings" account, which will be increased from an amount of (18,047,048.59) euros to an amount, after allocation, of (37,321,473.13) euros.

In accordance with provisions of Article 243 bis of the French General Tax Code, it is recalled that no dividend was distributed in respect of the three previous financial years.

Fourth resolution (*Allocation of a portion of the share premium to the negative retained earning account*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, after having reviewed the report of the Board of Directors on the draft resolutions, and after having noted that the "Retained earnings" account, after allocation of the loss for the year ended December 31, 2020 under the conditions provided for in the 3rd resolution above, amounts to (37,321,473.13) euros,

decides, on the proposal of the Board of Directors, subject to the condition precedent of the approval of the 3rd resolution, to allocate 6,494,812.28 euros from the "Share premium" account, as shown in the financial statements for the year ended December 31, 2020, to the "Retained earnings" account, which will be increased from an amount of (37,321,473.13) euros to an amount, after allocation, of (30,826,660.85) euros, while the "Share premium" account will at the same time be reduced from 6,534,812.28 to 40,000 euros, after allocation.

Fifth resolution (*Approval of regulated agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code: fourth amendment to the loan agreement entered into on June 23, 2020 with Hologic Hub Ltd.*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, after having reviewed, the report of the Board of Directors on the draft resolutions and the special report prepared by the Statutory Auditors on the agreements referred to in Article L. 225-38 of the French Commercial Code,

approves, in accordance with provisions of Articles L. 225-38 et seq. of the French Commercial Code and deliberating on the special report prepared by the Statutory Auditors on the agreements referred to in Article L. 225-38 of the French Commercial Code, the conclusion, on June 23, 2020, of the fourth amendment to the loan agreement in English entitled "Loan Agreement" entered into on August 14, 2019 with Hologic Hub Ltd, a shareholder holding more than 10% of the Company's capital,

notes that the conclusion of this amendment was previously authorized by the Board of Directors in accordance with the provisions of Articles L. 225-38 et seq. of the French Commercial Code,

notes that the information relating to this amendment has been published on the Company's website in accordance with the provisions of article L. 225-40-2 of the French Commercial Code,

acknowledges that, in accordance with the provisions of Article L. 225-40 of the French Commercial Code, Hologic Hub Ltd, an interested shareholder, did not take part in the vote, it being specified that the shares it holds are consequently not taken into account for the calculation of the majority.

Sixth resolution (*Approval of regulated agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code: fifth amendment to the loan agreement entered into on January 19, 2021 with Hologic Hub Ltd.*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, after having reviewed the report of the Board of Directors on the draft resolutions and the special report prepared by the Statutory Auditors on the agreements referred to in Article L. 225-38 of the French Commercial Code,

approves, in accordance with provisions of Articles L. 225-38 et seq. of the French Commercial Code and deliberating on the special report prepared by the Statutory Auditors on the agreements referred to in Article L. 225-38 of the French Commercial Code, the conclusion, on January 19, 2021, of the fifth

amendment to the loan agreement in English entitled “Loan Agreement” entered into on August 14, 2019 with Hologic Hub Ltd, a shareholder holding more than 10% of the Company's capital,

notes that the conclusion of this amendment was previously authorized by the Board of Directors in accordance with the provisions of Articles L. 225-38 et seq. of the French Commercial Code,

notes that the information relating to this amendment has been published on the Company's website in accordance with the provisions of article L. 225-40-2 of the French Commercial Code,

acknowledges that, in accordance with the provisions of Article L. 225-40 of the French Commercial Code, Hologic Hub Ltd, an interested shareholder, did not take part in the vote, it being specified that the shares it holds are consequently not taken into account for the calculation of the majority.

Seventh resolution (*Ratification of the cooptation of Mrs. Souad Belarbi as member of the Board of Directors*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, after having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors and the report on the Company's corporate governance,

ratifies, in accordance with the provisions of Article L. 225-24 of the French Commercial Code, the cooptation by the Board of Directors on January 19, 2021 of Mrs. Souad Belarbi as director, to replace Mrs. Patricia Dolan, for the remaining duration of her predecessor's term of office, *i.e.*, until the end of the ordinary annual general meeting of shareholders called to approve the financial statements for the year ended December 31, 2020.

Eighth resolution (*Renewal of the appointment of Mr. Michael Brock as member of the Board of Directors*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors and the report on the Company's corporate governance,

notes, that Mr. Michael Brock's term of office as director is expiring and **decides** to renew it for a further period of three years, *i.e.*, until the end of the annual general meeting of shareholders called to approve the financial statements for the year ended December 31, 2023.

Ninth resolution (*Renewal of the appointment of Mrs. Ghislaine Gueden as member of the Board of Directors*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors and the report on the Company's corporate governance,

notes, that Mrs. Ghislaine Gueden's term of office as director is expiring and **decides** to renew it for a further period of three years, *i.e.*, until the end of the annual general meeting of shareholders called to approve the financial statements for the year ended December 31, 2023.

Tenth resolution (*Renewal of the appointment of Mr. Antoine Bara as member of the Board of Directors*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors and the report on the Company's corporate governance,

notes, that Mr. Antoine Bara's term of office as director is expiring and **decides** to renew it for a further period of three years, *i.e.*, until the end of the annual general meeting of shareholders called to approve the financial statements for the year ended December 31, 2023.

Eleventh resolution (*Renewal of the appointment of Mr. Michelangelo Stefani as member of the Board of Directors*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors and the report on the Company's corporate governance,

notes, that Mr. Michelangelo Stefani's term of office as director is expiring and **decides** to renew it for a further period of three years, *i.e.*, until the end of the annual general meeting of shareholders called to approve the financial statements for the year ended December 31, 2023.

Twelfth resolution (*Renewal of the appointment of Mrs. Souad Belarbi as member of the Board of Directors*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, having reviewed the report of the Board of Directors on the draft resolutions, the management report of the Board of Directors and the report on the Company's corporate governance, and subject to the adoption of the 7th resolution submitted to this shareholders meeting,

notes, that Mrs. Souad Belarbi's term of office as director is expiring and **decides** to renew it for a further period of three years, *i.e.*, until the end of the annual general meeting of shareholders called to approve the financial statements for the year ended December 31, 2023.

Thirteenth resolution (*Determination of the total amount of compensation allocated to members of the Board of Directors for the financial year 2021*). - The Shareholders' Meeting, deliberating with the quorum and majority required for ordinary shareholders' meetings, having reviewed the report of the Board of Directors on the draft resolutions and the report on the Company's corporate governance,

decides to allocate a global envelope of 100,000 euros to the members of the Board of Directors for the financial year from January 1, 2021 to December 31, 2021, to be allocated by the Board of Directors among its members.

WITHIN THE COMPETENCE OF THE EXTRAORDINARY SHAREHOLDERS' MEETING

Fourteenth resolution (*Capital decrease to zero motivated by losses subject to the condition precedent of the capital increase provided for in the 15th resolution; delegation of powers to be granted to the Board of Directors - corresponding amendment of the bylaws*). - The Shareholders' Meeting, deliberating with the quorum and majority required for extraordinary shareholders' meetings, after having:

- reviewed the report of the Board of Directors and statutory auditors in accordance with Article L. 225-204 of the French Commercial Code;
- acknowledged that the annual financial statements for the year ended December 31, 2020, approved today by the ordinary Shareholders' Meeting, show a share capital of 2,417,442.90 euros and net loss of 19,274,424.54 euros, fully allocated to the "Retained earnings" account, which would thus be increased to a negative amount of (37,321,473.13) euros;
- acknowledged, that following the adoption of the 3rd and 4th resolutions, the "Retained earnings" account amounts to a negative amount of (30,826,660.85) euros;

decides to reduce the share capital to zero euros by deducting the amount of the capital decrease from the losses recorded in the "Retained Earnings" account, the amount of which will consequently be reduced from (30,826,660.85) euros to (28,409,217.95) euros.

The Shareholders' Meeting **decides** that the share capital decrease to zero euro shall extend to the entire share capital existing as of the date of the Board of Directors' meeting implementing this capital

decrease resolution, and the final number of shares to be cancelled shall be set on the same date, taking into account the number of shares :

- issued under the free share allocation plan decided by the Company's management board on March 31, 2017, pursuant to the authorization granted by the shareholders' meeting dated June 24, 2016;
- issued under the free share allocation plan decided by the Company's management board on April 26, 2018, pursuant to the authorization of the shareholders' meeting of June 24, 2016;
- following the exercise of the stock options issued pursuant to the plan dated October 4, 2013;
- following the exercise of the stock options issued pursuant to the plan date September 19, 2014.

The share capital decrease decided in this resolution will be completed subject to the condition precedent of the approval by the Shareholders' Meeting of the 15th resolution of this Shareholders' Meeting and the completion of the capital increase which will be decided by the Board of Directors under the delegation granted to the Board of Directors by the 15th resolution of this Shareholders' Meeting.

The Shareholders' Meeting **decides** to grant full powers to the Board of Directors for the purpose of implementing this delegation and in particular to:

- determine the final amount of the share capital decrease;
- acknowledge the fulfillment of the condition precedent relating to the capital increase and, consequently, the completion of the share capital decrease, subject of this resolution and the resulting partial reconstitution of shareholders' equity;
- amend the bylaws accordingly;
- take all appropriate measures and carry out all formalities required to definitively complete the capital decrease.

Fifteenth resolution (*Delegation to the Board of Directors for the purpose of increasing the share capital by issuing ordinary shares with preferential subscription rights for shareholders*). - The Shareholders' Meeting, deliberating with the quorum and majority required for extraordinary shareholders' meetings, after having reviewed the report of the Board of Directors and in accordance with Article L. 225-129 *et seq.* of the French Commercial Code, particularly Article L. 225-129-2, after having acknowledged that the share capital is fully paid up, subject to (i) the adoption of the 14th resolution submitted to this meeting, and (ii) the completion of the subsequent conditions precedent:

- a. obtention of the French *Autorité des marchés financiers*'s approval of the prospectus submitted by the Company; and
 - b. granting, if applicable, by the French *Autorité des marchés financiers*'s, in accordance with Article 234-9 2° of its General Regulation, of a waiver to Hologic Hub Ltd. on the obligation to file a tender offer relating to the Company's shares, following the crossing of a threshold triggering such mandatory filing following completion of the Company's share capital operations contemplated by this Shareholders' Meeting:
- **delegates** to the Board of Directors, with the option to subdelegate, the power to decide on one or more capital increases through the issuance of ordinary shares of the Company in euros, carried out with the with preferential subscription rights for shareholders, and which subscription may be fully paid up upon subscription by cash payment or by offsetting against certain, liquid and due claims held against the Company;
 - **decides** that the delegation thus granted to the Board of Directors is valid for a period of twenty-six (26) months from the date of this Shareholders' Meeting;
 - **decides** that the aggregate amount of the share capital increases that may be completed will not be higher than 60,000,000 euros (including issuance premium, if applicable), it being specified that this amount will be deducted from the aggregate limit on issue referred to in the 18th resolution;

- **decides** that the shareholders, in proportion to the number of shares they hold prior to the completion of the capital decrease referred to in the 14th resolution, have a preferential subscription right to the shares issued pursuant to this resolution;
- **decides** that the shareholders will be personally responsible for the possible regrouping of preferential subscription rights allowing the subscription of new shares as well as any resulting fractional shares;
- **notes** that the preferential subscription rights thus granted will be listed on the multilateral trading facility organized by Euronext Growth Paris as from the date of detachment;
- **decides** that shareholders will be called upon to exercise their preferential subscription rights on an irreducible basis in proportion to the number of shares held by them under the conditions provided for in Article L. 225-132 of the French Commercial Code and that any preferential rights not exercised by the end of the subscription period will lapse;
- **decides** that the Board of Directors shall have the power to grant shareholders the right to subscribe on a reducible basis for a number of shares higher than what they could subscribe for on an irreducible basis, in proportion to the subscription rights they hold and, in any event, up to the limit of their request;
- **notes** that this capital increase will be fully backstopped by the company Hologic Hub Ltd., a company incorporated under English law and registered with Companies House under the number 09504366;
- **decides** that if the subscriptions on an irreducible basis and, where applicable, on a reducible basis, have not absorbed the entire issue of shares or securities as defined above, the Board of Directors may use, in the order it deems appropriate, one and/or other of the options below:
 - to limit the issuance, in accordance with the law, to the amount of subscriptions received, provided that this amount is not less than three-quarters of the issuance decided;
 - to allocate the unsubscribed shares in whole or in part; and/or
 - to offer the unsubscribed shares to the public in whole or in part.

The subscription period will be closed early as soon as the subscription rights have been exercised or the capital increase has been fully subscribed.

The Shareholders' Meeting **notes** that :

- in accordance with the provisions of Article L. 22-10-49 of the French Commercial Code, the Board of Directors may delegate to the Chief Executive Officer the power to decide to carry out the issuance, as well as the power to postpone it;
- all the terms and conditions related to this capital increase will be published in accordance with the provisions of Article R. 22-10-33 of the French Commercial Code;
- in the event of a capital increase with preferential subscription rights under the terms of this resolution, the Company will adjust, if applicable, the rights of beneficiaries of stock options and free shares grants.

The Shareholders' Meeting **notes** that the Board of Directors shall have the necessary powers, with the option to sub-delegate such powers, for each capital increase that may be decided pursuant to this resolution:

- take all necessary steps to obtain the approval of the French *Autorité des Marchés Financiers* for the prospectus filed by the Company ;
- record the fulfillment of the conditions precedent referred to above or waive them;
- determine, within the aforementioned limits, the final amount of the capital increase, as well as the maximum number of shares to be issued;

- set the price and terms of issuance, in particular the opening and closing dates for subscriptions;
- set the date of detachment of the preferential subscription right;
- proceed with the settlement of receivables in the event of payment by set-off;
- collect subscriptions to the new shares in cash or by offsetting them against certain, liquid and due claims on the Company ;
- make any adjustments to take into account the impact of transactions affecting the Company's capital, and set the terms and conditions for safeguarding the rights of beneficiaries of stock options and free shares grants, where applicable;
- record the payment in full of the shares issued and, consequently, the completion of the resulting capital increase;
- decide that the new shares are created with current dividend rights and are fully assimilated to existing shares as soon as they are issued;
- carry out the formalities of publication and filing relating to the completion of the capital increase resulting from the issue of the new shares and the corresponding amendment of the Company's bylaws;
- enter into any agreement with a view to carrying out the capital increase;
- if applicable, charge the costs, charges and duties of the capital increase against the amount of the related premiums and deduct the necessary amounts to fund the legal reserve ;
- arrange for the new shares resulting from the exercise of these rights to be admitted to trading on the multilateral trading facility of Euronext Growth Paris;
- take all measures and carry out all formalities required for the settlement-delivery of the new ordinary shares;
- do all that is necessary or useful for the completion of the capital increase; and
- more generally, carry out the formalities prior and subsequent to the capital increase and do all that will be useful, appropriate or necessary for the issue and listing of the shares issued pursuant to this delegation and the exercise of the rights attached thereto, and enter into any agreements for the successful completion of any contemplated issuance.

The Shareholders' Meeting **notes** that, should the Board of Directors make use of the delegation of authority granted to it under this resolution, it will report to the next ordinary shareholders' meeting, in accordance with the laws and regulations on the use made of the authorizations granted under this resolution.

Sixteen resolution (*Delegation to the Board of Directors to increase the number of shares issued in accordance with Article L. 225-135-1 of the French Commercial Code, in the event of implementation of the delegation referred to in the 15th resolution, with preferential subscription rights for shareholders*). – The Shareholders' Meeting, deliberating with the quorum and majority required for extraordinary shareholders' meetings, after reading of the report of the Board of Directors, and in accordance with Article L. 225-135-1 of the Commercial Code:

- delegates to the Board of Directors in order to increase the number of shares to be issued in connection with any issuance, carried out with preferential subscription rights as provided for

in the 15th resolution of this Shareholders' Meeting, in accordance with the conditions set out in Article L. 225-135-1;

- delegates the Board of Directors to carry out the corresponding issuances at the same price as that used for the initial issuance and up to 15% of the latter, in accordance with the provisions of Article R. 225-118 of the French Commercial Code or any other applicable provisions;
- specifies that the transaction referred to in this resolution may be carried out at any time, including during a public offer and standing market offer for the Company's securities;
- decides that this delegation, granted to the Board of Directors, must be implemented within thirty (30) days of the closing of the subscription of the initial issuance at stake; if the Board of Directors has not used it within this thirty (30) day period, it will be considered null and void with respect to the issuance at stake;
- notes that, in the event of an issuance carried out with preferential subscription rights, the limit provided for in Article L. 225-134, paragraph 1 of section I of the French Commercial Code, will be increased in the same proportions, it being specified that this amount will be deducted from the aggregate limit on issue referred to in the 18th resolution;
- decides that this delegation will supersede any previous delegation of authority having the same purpose;

notes that, should the Board of Directors use the delegation of authority granted to it in this resolution, it will report to the next ordinary shareholders' meeting, in accordance with the laws and regulations.

Seventeenth resolution (*Delegation to the Board of Directors to carry out a capital increase, without with preferential subscription rights for shareholders, reserved for members of a group savings plan*).
– The Shareholders' Meeting, voting with the quorum and majority required for extraordinary shareholders' meetings and after reading of the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with the provisions of Articles L. 225-129, L. 225-129-1 to L. 225-129-6 and L. 225-138-1 of the French Commercial Code, and Articles L. 3332-1 *et seq.* of the French Labor Code:

- **decides** to delegate to the Board of Directors, for a period of twenty-six months from the date of this Shareholders' Meeting, its power to increase the Company's share capital, on one or more occasions, in the proportions and at the times it deems appropriate, by issuing shares reserved for members of one or more company savings plans (or other plans to whose members Articles L. 3332-1 *et seq.* of the French Labor Code would allow a capital increase to be reserved under equivalent conditions) that would be set up within the group formed by the Company and the French or foreign companies included in the scope of consolidation or combination of the Company's accounts pursuant to Article L. 3344-1 of the French Labor Code;
- **decides** to waive shareholders' preferential subscription rights in favor of employees who are members of a company savings plan (or any other employee savings plan to which Article L. 3332-18 of the French Labor Code would allow a capital increase to be reserved under equivalent conditions);
- **decides** that the ceiling on the amount of the capital increase that may be carried out pursuant to this delegation is set at 500,000 euros (including issuance premium, if applicable);
- **decides** that the subscription price of the new ordinary shares will be determined by the Board of Directors in accordance with legal or regulatory provisions and in particular under the conditions provided for in Article L. 3332-20 of the French Labor Code ;

- **decides** to give full powers to the Board of Directors to implement this resolution, and in particular to :
 - carry out the capital increase, on one or more occasions, within a maximum period of 5 years from the date of this Shareholder's Meeting, for the benefit of the Company's employees who are members of a company savings plan, and set the amount of each issuance within the limit of the aggregate issue limit set above, it being specified that this amount will be deducted from the aggregate limit on issue referred to in the 18th resolution;
 - determine the conditions for the allocation of any new shares thus issued to the said employees in accordance with the law, as well as the number of shares that may be allocated to each of them, within the limit of the aggregate issue limit for the capital increase covered by this resolution;
 - set the opening and closing dates for subscriptions, determine whether subscriptions to the new shares must be made directly by employees or through a mutual fund, and collect employee subscriptions;
 - set the period granted to employee subscribers to pay up the amount of their subscription within the limit of six (6) months from the date of subscription as provided for in Article L. 225-138-1 of the French Commercial Code, it being recalled that, in accordance with the provisions of the said Article, the subscribed shares may be paid up, at the request of the Company or of the subscriber employee, by periodic payments or by equal and regular deductions from the salary of the subscriber employee;
 - collect the corresponding amounts of the subscriptions payment, whether made by cash or by offsetting claims, if applicable, establish the credit balance of the current accounts opened in the Company's books in the name of the subscribers releasing the subscribed shares by offsetting ;
 - record the completion of the capital increase and, if applicable, charge any expenses against the amount of the premiums paid on the shares issuances and deduct from this amount the necessary amounts to bring the legal reserve to one-tenth of the new capital after each capital increase;
 - carry out all legal formalities, amend the Company's bylaws accordingly, take all measures for the completion of the capital increase, and generally do whatever is necessary, under the conditions specified above and those set by the laws and regulations in force;
 - decide that this delegation shall supersede any prior delegation of authority having the same purpose.

The new shares will carry current dividend rights. As soon as they are created, they will be fully assimilated with the old shares, will have the same rights and will be subject to all the provisions of the Company's bylaws.

Eighteenth resolution (Aggregate limit on issue authorizations) . – The Shareholders' Meeting, voting with the quorum and majority required for extraordinary shareholders' meetings, after a reading of the report of the Board of Directors, and subject to the adoption of the 14th to 16th resolutions submitted to this meeting:

- **decides** to settle the aggregate issue limit applying to capital increases, whether immediate or deferred, that may be carried out pursuant to the delegations granted to the Board of Directors by the 15th to 17th resolutions of this Shareholders' Meeting, to an amount of 69,500,000 euros (including issuance premium, if applicable), it being specified that to this limit shall be

added, where applicable, the nominal amount of shares to be issued to preserve, in accordance with applicable laws, regulations or, where applicable, contractual provisions, the rights of holders of securities giving access to the Company's capital.

Nineteenth resolution (Powers to carry out formalities). – The Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for extraordinary shareholders' meetings, grants full powers to the bearer of copies or excerpt of these minutes to carry out all legal formalities required by law.

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