



French public limited company with an Executive Board and Supervisory Board
with share capital of €51,533,878
Registered office: 21, rue Beffroy - 92200 Neuilly-sur-Seine, France
393 430 608 Nanterre Trade and Companies Register
(the “**Company**” or “**Argan**”)

NOTE: THIS DOCUMENT OFFERS A
TRANSLATION OF THE AGENDA AND
RESOLUTIONS PUT TO
SHAREHOLDERS FOR THE 2026 AGM
FOR INFORMATION PURPOSES ONLY

This document is a non-binding “free” translation from French into English of the resolutions presented in the original “Avis de Réunion” (Notice of meeting) published ahead of Argan’s 2026 AGM to be held on March 26, 2026 and has no legal value other than an informative one. Should there be any difference between the original French version of the 2026 AGM resolutions and the English version presented in this document, only the text in French language shall be deemed authentic and considered as expressing the exact information published by Argan.

Agenda

To be submitted to the Ordinary Shareholders’ Meeting.

1. Review and approval of the parent company financial statements for the fiscal year ended December 31, 2025,
2. Review and approval of the consolidated financial statements for the fiscal year ended December 31, 2025,
3. Allocation of net income for the fiscal year,
4. Distribution of a dividend,
5. Approval of the agreements and commitments covered by Article L.225-86 of the French Commercial Code,
6. Approval of the 2026 compensation policy for the Chairman of the Supervisory Board,
7. Approval of the 2026 compensation policy for the members of the Supervisory Board,
8. Approval of the 2026 compensation policy for the Chairman of the Management Board,
9. Approval of the 2026 compensation policy for the members of the Management Board,
10. Approval of the report on the compensation policy of corporate officers (« mandataires sociaux »),
11. Approval of the components of compensation paid during, or allocated for, 2025 to Mr Ronan Le Lan, Chairman of the Management Board,
12. Approval of the components of compensation paid during, or allocated for, 2025 to Mr Francis Albertinelli, member of the Management Board,
13. Approval of the components of compensation paid during, or allocated for, 2025 to Mr Aymar de Germay, member of the Management Board,

14. Approval of the components of compensation paid during, or allocated for, 2025 to Mr Stéphane Cassagne, member of the Management Board,
15. Approval of the components of compensation paid during, or allocated for, 2025 to Mr Jean-Claude Le Lan, Chairman of the Supervisory Board,
16. Setting of the amount of the compensation of the members of the Supervisory Board,
17. Ratification of the interim appointment and renewal of Mrs Laurence Batlle as member of the Supervisory Board,
18. Renewal of Mr Eric Donnet as member of the Supervisory Board,
19. Appointment of Mr Jean-Claude Le Lan Junior as observer (« censeur ») of the Supervisory Board,
20. Authorization granted to the Management Board to trade in the Company's shares.

To be submitted to the Extraordinary Shareholders' Meeting.

21. Delegation of authority to the Management Board to decide to issue ordinary shares or securities, without shareholders' preferential subscription rights, by way of a public offering other than those referred to in 1° of Article L.411-2 of the French Monetary and Financial Code, or in the context of a public offering including an exchange component,
22. Delegation of authority to the Management Board to decide the issuance of ordinary shares and/or securities, with cancellation of shareholders' preferential subscription rights, by way of an offer referred to in 1° of Article L.411-2 of the French Monetary and Financial Code,
23. Authorization granted to the Management Board to increase the number of shares and/or securities to be issued in the event of a capital increase with or without shareholders' preferential subscription rights,
24. Authorization granted to the Management Board to reduce the share capital by cancelling shares,
25. Determination of the maximum nominal amount of the immediate and/or future increases in share capital that may be carried out: overall ceilings,
26. Delegation of authority to the Management Board for the purpose of increasing the share capital, with cancellation of shareholders' preferential subscription rights, by issuing ordinary shares and/or securities giving access to ordinary shares of the Company reserved for subscribers of a Company Savings Plan (Plan d'Epargne Entreprises - PEE),
27. Powers to carry out formalities.

Text of the resolutions

To be submitted to the Ordinary Shareholders' Meeting.

1st resolution (*Review and approval of the parent company financial statements for the fiscal year ended December 31, 2025*). The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having heard the reading of the Management Board's management report and the Statutory Auditors' report on the annual financial statements for the financial year ended December 31, 2025, and having taken note of the observations of the Supervisory Board on the Management Board's management report and on the company financial statements for the past financial year:

- approves the company financial statements for the financial year ended December 31, 2025, as presented, showing a net profit of €41,313,006.79;
- approves all the transactions reflected in these financial statements or summarized in these reports.

In accordance with Article 223 quater of the French General Tax Code (Code général des impôts), the General Meeting approves the total amount of €60,466 corresponding to expenses and charges referred to in paragraph 4 of Article 39 of the French General Tax Code.

The General Meeting accordingly grants full discharge (*quitus*) to the members of the Management Board and to the members of the Supervisory Board for the performance of their duties for the financial year ended December 31, 2025.

2nd resolution (*Review and approval of the consolidated financial statements for the fiscal year ended December 31, 2025*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having heard the reading of the Management Board's management report and the Statutory Auditors' report on the consolidated financial statements for the financial year ended December 31, 2025:

- approves the consolidated financial statements for the financial year ended December 31, 2025, as presented, which show consolidated net income (Group share) of €245,195 thousand;
- approves all the transactions reflected in these financial statements or summarized in these reports.

3rd resolution (*Allocation of net income for the fiscal year*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having reviewed the Management Board's report and having taken note of the observations of the Supervisory Board, resolves to allocate in full the profit for the financial year ended December 31, 2025, amounting to €41,313,006.79, together with the retained earnings recorded as of December 31, 2025, amounting to €11,462,745.97 (together referred to hereinafter as the "distributable profit"), to the distribution of a dividend in the amount of €52,775,752.76.

4th resolution (*Distribution of a dividend*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having noted that the "Contribution Premiums" account (Primes d'apport) shows a credit balance of €56,595,180.39 as of the date of this General Meeting, resolves, upon the proposal of the Management Board, to withdraw from this "Contribution Premiums" account the amount of €36,084,553.39 and to allocate this amount to an available reserves account. The balance of the "Contribution Premiums" account will then amount to €20,510,627.

The General Meeting, having noted that the “Other Reserves” account shows a credit balance of €35,633.40, resolves, upon the proposal of the Management Board, to withdraw from the “Other Reserves” account the amount of €35,633.40 and to allocate this amount to an available reserves account. The balance of the “Other Reserves” account will then amount to €0.

The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having reviewed the Management Board’s report and having taken note of the observations of the Supervisory Board, resolves to distribute a dividend in respect of the financial year ended December 31, 2025 of €3.45 per share entitled to this dividend by virtue of its dividend entitlement date. The total amount of dividends distributed, amounting to €88,895,939.55, will be drawn from:

- The distributable profit for the financial year for	€52,775,752.76
- The “Available Reserves” account as resulting after the allocations mentioned above for	€36,120,186.79
Total:	€88,895,939.55

The Management Board specifies that the amount of €88,895,939.55 thus distributed constitutes, in consideration of the provisions of Article 112(1) of the French General Tax Code (Code général des impôts):

- Distributed income in the amount of €54,981,965, i.e., €2.13 per share;

With respect to shareholders who are individuals resident in France, this portion of the dividend is not eligible for the 40% allowance referred to in Article 158-3-2° of the French General Tax Code, as it is paid out of profits exempt under the SIIC regime.

It is nevertheless recalled that, for these same shareholders and except in particular situations, this dividend will be fully subject to the flat tax (prélèvement forfaitaire unique) at the overall rate of 31.4% and will be subject to the progressive scale of income tax, without application of the aforementioned 40% allowance, only if certain shareholders opt for such treatment when filing their annual income tax return.

- A repayment of contribution in the amount of €33,913,974.55, i.e., €1.32 per share;

This dividend will be paid on April 2, 2026, with the ex-dividend date set for March 31, 2026. If, at the time of payment of the dividend, the Company holds some of its own shares, the amounts corresponding to dividends not paid in respect of such shares will be allocated to the “Other Reserves” account.

In accordance with the provisions of Article 243 bis of the French General Tax Code (CGI), it is recalled that the dividends for the last three financial years were as follows:

Financial year ended	Amount of dividend per share paid	Portion of the dividend eligible for the 40% allowance referred to in Article 158(3)(2°) of the French General Tax Code (CGI)	Portion of the dividend not eligible for the 40% allowance referred to in Article 158(3)(2°) of the French General Tax Code (CGI)
12/31/2022	Euro 0.53 (*)	0 euro	Euro 0.53
12/31/2023	Euro 1.53 (**)	0 euro	Euro 1.53
12/31/2024	Euro 2.50 (***)	0 euro	Euro 2.50

(*) The balance of the amounts whose distribution was decided by the General Meeting of March 23, 2023 (4th resolution), i.e., €2.47 per share, is treated for tax purposes as a repayment of contributions within the meaning of Article 112(1) of the French General Tax Code and therefore does not constitute distributed income within the meaning of the provisions of Article 243 bis of the same code.

(**) The balance of the amounts whose distribution was decided by the General Meeting of March 21, 2024 (4th resolution), i.e., €1.62 per share, is treated for tax purposes as a repayment of contributions within the meaning of Article 112(1) of the French General Tax Code and therefore does not constitute distributed income within the meaning of the provisions of Article 243 bis of the same code.

(***) The balance of the amounts whose distribution was decided by the General Meeting of March 20, 2025 (4th resolution), i.e., €0.80 per share, is treated for tax purposes as a repayment of contributions within the meaning of Article 112(1) of the French General Tax Code and therefore does not constitute distributed income within the meaning of the provisions of Article 243 bis of the same code.

5th resolution (*Approval of the agreements and commitments covered by Article L.225-86 of the French Commercial Code*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, and having reviewed the Statutory Auditors' special report on the regulated agreements and commitments referred to in Article L.225-86 of the French Commercial Code, and ruling on this report, acknowledges and approves the transactions and agreements described therein and notes that the other agreements related to ordinary transactions entered into under normal conditions.

6th resolution (*Approval of the 2026 compensation policy for the Chairman of the Supervisory Board*). — The General Meeting, pursuant to Article L.22-10-26 of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings and having reviewed the Supervisory Board's report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code, approves the remuneration policy for the Chairman of the Supervisory Board for the 2026 financial year, as presented in this report.

7th resolution (*Approval of the 2026 compensation policy for the members of the Supervisory Board*). — The General Meeting, pursuant to Article L.22-10-26 of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings and having reviewed the Supervisory Board's report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code, approves the remuneration policy for the members of the Supervisory Board for the 2026 financial year, as presented in this report.

8th resolution (*Approval of the 2026 compensation policy for the Chairman of the Management Board*). — The General Meeting, pursuant to Article L.22-10-26 of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings and having reviewed the Supervisory Board's report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code, approves the remuneration policy for the Chairman of the Management Board for the 2026 financial year, as presented in this report.

9th resolution (*Approval of the 2026 compensation policy for the members of the Management Board*). — The General Meeting, pursuant to Article L.22-10-26 of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings and having reviewed the Supervisory Board's report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code, approves the remuneration policy for the members of the Management Board for the 2026 financial year, as presented in this report.

10th resolution (*Approval of the report on the compensation policy of corporate officers (« mandataires sociaux »*)). — The General Meeting, pursuant to Article L.22-10-34 I of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings and having reviewed the Supervisory Board’s report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code, including the report on the remuneration of the Company’s corporate officers containing the information referred to in Article L.22-10-9 I of the French Commercial Code, approves the aforementioned report on the remuneration of the Company’s corporate officers.

11th resolution (*Approval of the components of compensation paid during, or allocated for, 2025 to Mr Ronan Le Lan, Chairman of the Management Board*). — The General Meeting, pursuant to Article L.22-10-34 II of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings, approves the fixed and variable components comprising the total remuneration and benefits of any kind paid or granted in respect of the financial year ended December 31, 2025 to Mr. Ronan Le Lan, in his capacity as Chairman of the Management Board, as presented in the Supervisory Board’s report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code.

12th resolution (*Approval of the components of compensation paid during, or allocated for, 2025 to Mr Francis Albertinelli, member of the Management Board*). — The General Meeting, pursuant to Article L.22-10-34 II of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings, approves the fixed and variable components comprising the total remuneration and benefits of any kind paid or granted in respect of the financial year ended December 31, 2025 to Mr. Francis Albertinelli, in his capacity as a member of the Management Board, as presented in the Supervisory Board’s report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code.

13th resolution (*Approval of the components of compensation paid during, or allocated for, 2025 to Mr Aymar de Germa, member of the Management Board*). — The General Meeting, pursuant to Article L.22-10-34 II of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings, approves the fixed and variable components comprising the total remuneration and benefits of any kind paid or granted in respect of the financial year ended December 31, 2025 to Mr. Aymar de Germa, in his capacity as a member of the Management Board, as presented in the Supervisory Board’s report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code.

14th resolution (*Approval of the components of compensation paid during, or allocated for, 2025 to Mr Stéphane Cassagne, member of the Management Board*). — The General Meeting, pursuant to Article L.22-10-34 II of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings, approves the fixed and variable components comprising the total remuneration and benefits of any kind paid or granted in respect of the financial year ended December 31, 2025 to Mr. Stéphane Cassagne, in his capacity as a member of the Management Board, as presented in the Supervisory Board’s report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code.

15th resolution (*Approval of the components of compensation paid during, or allocated for, 2025 to Mr Jean-Claude Le Lan, Chairman of the Supervisory Board*). — The General Meeting, pursuant to Article L.22-10-34 II of the French Commercial Code, ruling under the quorum and majority conditions required for ordinary general meetings, approves the fixed components comprising the total remuneration and benefits of any kind paid or granted in respect of the financial year ended December 31, 2025 to Mr. Jean-Claude Le Lan, in his capacity as Chairman of the Supervisory Board, as presented in the Supervisory Board's report on corporate governance prepared in accordance with Articles L.22-10-20 and L.225-68 of the French Commercial Code.

16th resolution (*Setting of the amount of the compensation of the members of the Supervisory Board*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, in accordance with Articles L.22-10-27 and L.225-83 of the French Commercial Code and having reviewed the Management Board's report, resolves to set at €223,850 the total amount of remuneration to be allocated to the members of the Supervisory Board referred to in the aforementioned articles of the French Commercial Code for the financial year beginning January 1, 2026, it being specified that the Supervisory Board will determine the allocation of this amount among its members in accordance with the applicable legislative and regulatory provisions.

17th resolution (*Ratification of the interim appointment and renewal of Mrs Laurence Batlle as member of the Supervisory Board*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having reviewed the Management Board's report, ratifies the provisional appointment of Ms. Laurence Batlle as a member of the Supervisory Board, made by the Supervisory Board at its meeting of December 9, 2025, for the remainder of her predecessor's term of office, i.e., until the close of the ordinary general meeting to be held in 2026 to approve the financial statements for the year ended December 31, 2025.

The General Meeting also resolves to renew the appointment of Ms. Laurence Batlle as a member of the Supervisory Board for a term of four (4) years, which will expire at the close of the ordinary general meeting to be held in 2030 to approve the financial statements for the year ended December 31, 2029.

18th resolution (*Renewal of Mr Eric Donnet as member of the Supervisory Board*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having reviewed the Management Board's report and noting that the term of office of Mr. Eric Donnet as a member of the Supervisory Board expires on this day, resolves to renew his appointment for a term of four (4) years, which will expire at the close of the ordinary general meeting to be held in 2030 to approve the financial statements for the financial year ended December 31, 2029.

19th resolution (*Appointment of Mr Jean-Claude Le Lan Junior as observer (« censeur ») of the Supervisory Board*). — The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having reviewed the Management Board's report, resolves to appoint Mr. Jean-Claude Le Lan Junior as a non-voting member (censeur) of the Supervisory Board for a term of four (4) years. His term of office will expire at the close of the general meeting to be held in 2030 to approve the financial statements for the financial year ended December 31, 2029.

20th resolution (*Authorization granted to the Management Board to trade in the Company's shares*).

— The General Meeting, ruling under the quorum and majority conditions applicable to ordinary general meetings, having reviewed the Management Board's report and in accordance with the provisions of Article L.22-10-62 of the French Commercial Code, Title IV of Book II of the General Regulation of the French Financial Markets Authority (Autorité des marchés financiers), and the European regulations applicable to market abuse or any provisions that may replace them, authorizes the Management Board, with the power to sub-delegate under the conditions provided by law and by the Company's articles of association, to purchase by the Company of its own shares representing up to 10% of the number of shares comprising the share capital at any time, or up to 5% of the number of shares comprising the Company's share capital at any time if the shares are acquired for the purpose of being held and subsequently delivered as payment or exchange in connection with a merger, demerger, or contribution transaction, it being specified that these percentages apply to the share capital as adjusted, where applicable, for transactions that may affect it after this General Meeting.

The General Meeting resolves that the Management Board, with the power to sub-delegate under the conditions provided by law, may proceed or arrange for purchases, in descending order of priority, with a view to:

- (a) to support the market for ARGAN shares through a liquidity agreement entered into with an investment services provider acting independently, in compliance with the market practice accepted by the French Financial Markets Authority (AMF);
- (b) to cover share option plans or other share allocations granted to eligible employees and/or corporate officers of the Company and/or its subsidiaries and, more specifically, in order to: (i) cover share purchase option plans for the benefit of eligible employees and/or corporate officers, or some of them, of the Company and/or companies within its group to which it is related under the conditions set out in Article L.225-180 of the French Commercial Code; (ii) grant free shares or transfer shares to employees and former employees under any company savings plan of the Company under the conditions provided for by the applicable legislative and regulatory provisions; and (iii) grant free shares to eligible employees and corporate officers, or some of them, of the Company and companies related to it under the conditions defined in Article L.225-197-2 of the French Commercial Code, pursuant to the provisions of Articles L.225-197-1 et seq. of the French Commercial Code;
- (c) to hold the shares and subsequently deliver them as payment or exchange in connection with external growth transactions;
- (d) to deliver them upon the exercise of rights attached to securities giving immediate and/or future entitlement to the allocation of shares in the Company;
- (e) to cancel them, in whole or in part, with a view to optimizing treasury management, return on equity and earnings per share, pursuant to a cancellation authorization granted to the Management Board by the Extraordinary General Meeting.

The maximum purchase price per share may not exceed, subject to applicable legislative and regulatory provisions, a maximum amount of €100 (one hundred euros), excluding acquisition costs. The maximum amount of funds that the Company may allocate to the transaction is €150 million (one hundred and fifty million euros), or its equivalent on the same date in foreign currencies or in any other monetary unit established by reference to several currencies. The Management Board may adjust, in the event of transactions affecting the Company's share capital, in particular modification of the nominal value of the ordinary share, capital increase through capitalization of reserves followed by the creation and free allocation of shares, share split or reverse share split, the maximum purchase price referred to above in order to take into account the impact of such transactions on the value of the shares.

The General Meeting resolves that the purchase, sale or transfer of shares may be carried out and paid for, on one or several occasions, by any means authorized under the regulations in force, on or off the market, including through public offers or block transactions, by the use of optional mechanisms or derivative instruments or warrants, under the conditions provided for by market authorities and at the times that the Management Board, or the person acting under delegation from the Management Board, may determine, and that the maximum portion of the share capital that may be transferred in the form of block trades may amount to the entire share buyback program.

The General Meeting resolves that the Company may use this resolution and continue the implementation of its share buyback program even in the event of public offers relating to shares, securities or financial instruments issued by the Company or initiated by the Company, in compliance with the legal and regulatory provisions in force. The Company shall inform the AMF, in accordance with the applicable regulations, of the purchases, sales and transfers carried out and, more generally, shall complete all necessary formalities and filings.

The General Meeting grants full powers to the Management Board, with the power to sub-delegate under the conditions provided by law and by the Company's articles of association, to execute all deeds, enter into all agreements, complete all formalities and, in general, do whatever is necessary to implement this resolution.

This authorization is granted for a period of eighteen (18) months from the date of this General Meeting. The General Meeting resolves that this authorization cancels and supersedes, with respect to the unused portion, any prior shareholders' resolutions having the same purpose.

To be submitted to the Extraordinary Shareholders' Meeting.

21st resolution (*Delegation of authority to the Management Board to decide to issue ordinary shares or securities, without shareholders' preferential subscription rights, by way of a public offering other than those referred to in 1° of Article L.411-2 of the French Monetary and Financial Code, or in the context of a public offering including an exchange component*). — The General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report and having noted that the share capital has been fully paid up, in particular in accordance with the provisions of Articles L.225-129-2, L.22-10-51, L.225-135, L.22-10-52, L.22-10-54 and L.228-91 et seq. of the same Code:

1 – Delegates to the Management Board, with the power to sub-delegate to any person authorized by law, the authority to proceed, on one or more occasions, in the proportions and at the times it shall determine, both in France and abroad, in euros or in foreign currencies or in any monetary unit established by reference to a basket of currencies, with the issuance, with cancellation of the shareholders' preferential subscription rights, by way of a public offering other than those referred to in paragraph 1° of Article L.411-2 of the French Monetary and Financial Code, of ordinary shares of the Company as well as of any securities that are equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities, and/or securities, including debt securities, giving access to equity securities to be issued, of any nature whatsoever, including warrants issued independently, whether free of charge or for consideration, or acquisition warrants, giving access by any means, immediately and/or in the future, to the Company's share capital or giving entitlement to the allocation of debt securities, it being specified that subscription may be made either in cash, by set-off against liquid and due receivables, or by the contribution to the Company of securities meeting the conditions set out in Article L.22-10-54 of the French Commercial Code within the framework of a public offer including an exchange component initiated by the Company, and that any issuance of preferred shares is excluded.

2 – Resolves that the maximum nominal amount of share capital increases that may be carried out immediately and/or in the future pursuant to this delegation may not exceed five million one hundred fifty-three thousand three hundred eighty-six euros (€5,153,386), representing 10% of the Company's share capital as of the date of this General Meeting, or its equivalent in foreign currencies or in any other monetary unit established by reference to several currencies as of the date of the issuance decision, to which may be added, where applicable, the nominal amount of additional shares to be issued in order to preserve, in accordance with applicable legislative and regulatory provisions and, where applicable, contractual stipulations, the rights of holders of securities giving access to the share capital, including where the shares are issued to remunerate securities contributed to the Company within the framework of a public offer including an exchange component relating to securities meeting the conditions set out in Article L.22-10-54 of the French Commercial Code, it being specified that this amount shall count toward the overall ceiling of €5,153,386, representing 10% of the Company's share capital, set out in the 25th resolution of this General Meeting.

3 – Resolves that the securities giving access to ordinary shares of the Company issued under the conditions defined above may notably consist of debt securities or be associated with the issuance of such securities, or may allow their issuance as intermediate securities. They may in particular take the form of subordinated or unsubordinated securities, with a fixed or indefinite term, and may be issued either in euros, in foreign currencies, or in any monetary unit established by reference to several currencies. The nominal amount of debt securities that may be issued pursuant to this delegation of authority may not exceed one hundred fifty million euros (€150,000,000), or their equivalent in foreign currencies or in any other monetary unit established by reference to several currencies as of the date of the issuance decision, (i) it being specified that this amount shall count toward the ceiling set in the 28th resolution of the general meeting of March 20, 2025, and (ii) that it is autonomous and separate from the amount of debt securities referred to in Articles L.228-40 and L.228-92 (last paragraph) of the French Commercial Code whose issuance would be decided or authorized by the Management Board in accordance with Article L.228-40 of the French

Commercial Code or the Company's articles of association.

4 – Resolves to cancel the shareholders' preferential subscription rights to the shares and/or securities to be issued pursuant to this delegation, which may therefore be the subject of a public offering, it being understood that the Management Board may, in accordance with Article L.22-10-51 of the French Commercial Code, grant shareholders a priority subscription right to all or part of the issue, for the period whose minimum duration is set by decree and under the conditions it shall determine. This priority subscription right shall not give rise to the creation of negotiable rights but may, if the Management Board deems it appropriate, be exercised on both an irreducible and a reducible basis. If subscriptions have not absorbed the entire issue of shares or securities decided pursuant to this delegation, the Management Board may use, in the order it determines, one and/or the other of the following options:

- limit the issuance to the amount of subscriptions received, provided that such amount reaches at least three-quarters of the issuance initially decided;
- freely allocate all or part of the issued securities that were not subscribed;
- offer to the public, on the French or international market, all or part of the securities that were not subscribed.

5 – Expressly authorizes the Management Board to use, in whole or in part, this delegation of authority in order to remunerate securities that may be contributed to the Company within the framework of a public offer including an exchange component initiated by the Company relating to securities issued by any company meeting the conditions set out in Article L.22-10-54 of the French Commercial Code, under the conditions provided for in this resolution (except for the constraints relating to the issuance price set out in paragraph 7 below).

6 – Notes that, where applicable, the aforementioned delegation automatically entails, in favor of the holders of securities giving access to the Company's share capital that may be issued pursuant to this delegation, the waiver by shareholders of their preferential subscription rights to the shares to which such securities may give entitlement.

7 – Resolves that (i) the Management Board may freely determine the issue price, depending on market opportunities, provided that the issue price of the shares is at least equal to the lowest price (at the choice of the Management Board) among (x) the weighted average share price over the twenty trading days preceding the start of the public offering, (y) the weighted average share price over the three trading days preceding the start of the public offering, or (z) the closing price preceding the start of the public offering, in each case possibly reduced by a maximum discount of 10%, and (ii) the issue price of the other securities shall be such that the amount received immediately by the Company plus the amount that may subsequently be received by it shall be, for each share issued as a result of the issuance of such securities, at least equal to the price defined in (i) of this paragraph.

8 – Resolves that the Management Board shall have full powers, with the power to sub-delegate to any person authorized by law, to implement this delegation and, in particular, to:

- determine the terms and conditions of the capital increase(s) and/or issuance(s);
- determine the number of shares and/or securities to be issued, their issue price, as well as the amount of the premium whose payment may, where applicable, be required at the time of issuance;
- determine the dates and terms of issuance, the nature and form of the securities to be created, which may notably take the form of subordinated or unsubordinated securities, with a fixed or indefinite term, and, in particular, in the case of issuance of securities representing debt instruments, their interest rate, their term, their fixed or variable redemption price, with or without premium, and the terms of amortization;
- determine the method of payment for the shares and/or securities issued;

- set, where applicable, the terms and conditions for the exercise of the rights attached to the issued or to-be-issued securities and, in particular, determine the date, which may be retroactive, from which the new shares shall carry dividend rights, as well as any other terms and conditions for carrying out the issuance(s);
- set the terms according to which the Company may, where applicable, have the option to purchase or exchange, at any time or during specified periods, the issued or to-be-issued securities;
- provide for the possibility of suspending the exercise of the rights attached to such securities for a maximum period of three months;
- set the terms according to which, where applicable, the rights of holders of securities giving future entitlement to shares of the Company will be preserved, in accordance with applicable legal and regulatory provisions and, where applicable, the relevant contractual stipulations;
- more particularly, in the event of issuance of securities intended to remunerate securities contributed within the framework of a public offer including an exchange component initiated by the Company:
 - * determine the list of securities contributed in exchange;
 - * set the terms and conditions of the issuance, the exchange ratio, as well as, where applicable, the amount of any cash adjustment (cash consideration) to be paid;
 - * determine the issuance terms within the framework of either a public exchange offer, or a public cash or exchange offer as the principal offer accompanied by a subsidiary public exchange offer or public cash offer, or an alternative public cash or exchange offer, or any other form of public offer in compliance with the laws and regulations applicable to such public offer;
 - on its own initiative, charge the costs, expenses and duties of the capital increase(s) to the amount of the related premiums and, where applicable, deduct from this amount the sums necessary to bring the legal reserve to one-tenth of the new share capital after each increase;
 - determine the terms under which the Company may, where applicable, purchase the subscription warrants at any time or during specified periods, with a view to cancelling them, in the event of the issuance of securities giving entitlement to equity securities upon presentation of a warrant;
 - more generally, enter into any agreements, notably to ensure the successful completion of the contemplated transaction(s), take all measures and complete all useful formalities relating to the financial servicing of the securities issued pursuant to this delegation as well as to the exercise of the rights attached thereto, record the completion of each capital increase, make the corresponding amendments to the articles of association, and generally do whatever is necessary.

9 - Resolves that the Management Board may not, unless previously authorized by the General Meeting, decide to use this delegation of authority from the filing of a proposed public offer for the Company's securities until the end of the offer period. This delegation is granted for a period of twenty-six (26) months from the date of this General Meeting. The General Meeting resolves that this authorization cancels and supersedes, with respect to the unused portion, any prior shareholders' resolutions having the same purpose.

22nd resolution (*Delegation of authority to the Management Board to decide the issuance of ordinary shares and/or securities, with cancellation of shareholders' preferential subscription rights, by way of an offer referred to in 1° of Article L.411-2 of the French Monetary and Financial Code*). — The General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report, in particular in accordance with the provisions of Articles L.225-129-2, L.22-10-51, L.225-135, L.22-10-52, as well as the provisions of Articles L.228-91 et seq. of the same Code:

1 – Delegates to the Management Board, with the power to sub-delegate to any person authorized by law, the authority to decide to increase the share capital within the framework of an offering referred to in paragraph 1° of Article L.411-2 of the French Monetary and Financial Code, i.e., an offering addressed exclusively to a restricted circle of investors acting for their own account or to qualified investors, and within the limit of five million one hundred fifty-three thousand three hundred eighty-six euros (€5,153,386), representing 10% of the Company's share capital as of the date of this General Meeting, on one or more occasions, in the proportion and at the times it deems appropriate, by issuing, both in France and abroad, in euros or in foreign currencies, with cancellation of the shareholders' preferential subscription rights, ordinary shares of the Company as well as any securities that are equity securities giving access to other equity securities of the Company or giving entitlement to the allocation of debt securities and/or securities, including debt securities, giving access to equity securities to be issued, of any nature whatsoever; the subscription of these shares and securities may be made either in cash or by set-off against liquid and due receivables; it is specified that the issuance of any securities giving access to preferred shares is excluded; the nominal amount of any capital increase carried out pursuant to this delegation shall count toward the overall ceiling of five million one hundred fifty-three thousand three hundred eighty-six euros (€5,153,386), representing 10% of the Company's share capital, set out in the 25th resolution of this General Meeting.

2 – Resolves that the maximum nominal amount of issuances of securities representing debt instruments giving access to the share capital that may be carried out pursuant to this delegation may not exceed a nominal amount of one hundred fifty million euros (€150,000,000), or the equivalent of such amount in the event of issuance in another currency; the nominal amount of issuances of securities representing debt instruments that may be carried out pursuant to this delegation (i) shall count toward the ceiling set out in the 28th resolution of the general meeting of March 20, 2025 and (ii) is autonomous and separate from the amount of debt securities referred to in Articles L.228-40 and L.228-92 (last paragraph) of the French Commercial Code whose issuance would be decided or authorized by the Management Board in accordance with Article L.228-40 of the French Commercial Code or the Company's articles of association.

3 – Resolves to cancel the shareholders' preferential subscription rights to the shares and securities issued pursuant to this delegation.

4 – Acknowledges and resolves, as necessary, that this delegation automatically entails, for the benefit of holders of the securities issued, the express waiver by shareholders of their preferential subscription rights to the securities to which the issued securities will give entitlement.

5 – Resolves that (i) the Management Board may freely determine the issue price, depending on market opportunities, provided that the issue price of the shares is at least equal to the lowest price (at the Management Board's option) among (x) the weighted average share price over the twenty trading sessions preceding the start of the offering, (y) the weighted average share price over the three trading sessions preceding the start of the offering, or (z) the closing price preceding the start of the offering, in each case possibly reduced by a maximum discount of 10%, and (ii) the issue price of the other securities shall be such that the amount received immediately by the Company plus the amount that may subsequently be received by it shall be, for each share issued as a result of the issuance of such securities, at least equal to the price defined in (i) of this paragraph.

6 – Resolves that if subscriptions have not absorbed the entire issuance, the Management Board may use, in the order it determines, one and/or the other of the following options (or several of them) :

- limit the amount of the issuance concerned to the amount of the subscriptions received, provided that these reach at least three-quarters of the issuance initially decided;
- freely allocate all or part of the issued securities that were not subscribed among the persons of its choice.

7 – Resolves that the Management Board shall have full powers, with the power to sub-delegate to any person authorized by law, to implement this delegation and, in particular, to:

- determine the terms and conditions of the capital increase(s) and/or issuance(s);
- determine the number of shares and/or securities to be issued, their issue price, as well as the amount of the premium whose payment may, where applicable, be required at the time of issuance;

- determine the dates and terms of issuance, the nature and form of the securities to be created, which may notably take the form of subordinated or unsubordinated securities, with a fixed or indefinite term, and, in particular, in the event of the issuance of securities representing debt instruments, their interest rate, their term, their fixed or variable redemption price, with or without premium, and the terms of amortization;
- determine the method of payment for the shares and/or securities issued;
- set, where applicable, the terms for exercising the rights attached to the securities issued or to be issued pursuant to this resolution and, in particular, determine the date, which may be retroactive, from which the new shares shall carry dividend rights, as well as any other conditions and procedures for carrying out the issuance(s);
- set the terms according to which the Company may, where applicable, have the option to purchase or exchange, at any time or during specified periods, the securities issued or to be issued pursuant to this resolution;
- provide for the possibility of suspending, where applicable, the exercise of the rights attached to such securities for a maximum period of three months;
- set the terms according to which, where applicable, the rights of holders of securities giving future entitlement to shares of the Company will be preserved, in accordance with applicable legal and regulatory provisions and, where applicable, the relevant contractual stipulations;
- on its own initiative, charge the costs, expenses and duties of the share capital increase(s) to the amount of the related premiums and, where applicable, deduct from this amount the sums necessary to bring the legal reserve to one-tenth of the new share capital after each increase;
- more generally, enter into any agreements, notably to ensure the successful completion of the contemplated transaction(s), take all measures and complete all useful formalities relating to the financial servicing of the securities issued pursuant to this delegation as well as to the exercise of the rights attached thereto, record the completion of each capital increase, make the corresponding amendments to the articles of association, and generally do whatever is necessary.

8 - Resolves that the Management Board may not, unless previously authorized by the General Meeting, decide to make use of this delegation of authority from the filing of a proposed public offer for the Company's securities until the end of the offer period.

This delegation is granted for a period of twenty-six (26) months from the date of this General Meeting. The General Meeting resolves that this authorization cancels and supersedes, with respect to the unused portion, any prior shareholders' resolutions having the same purpose.

23rd resolution (*Authorization granted to the Management Board to increase the number of shares and/or securities to be issued in the event of a capital increase with or without shareholders' preferential subscription rights*). — The General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report and in accordance with the provisions of Article L.225-135-1 of the French Commercial Code, authorizes the Management Board, with the power to sub-delegate to any person authorized by law, to increase the number of shares, equity securities or other securities to be issued in the event of a capital increase of the Company decided pursuant respectively to the 21st and 22nd resolutions above, within the time limits and within the limits provided for by the regulations applicable on the date of issuance (i.e., as of today, within 30 days following the close of the subscription period and within the limit of 15% of the initial issuance), at the same price as that retained for the initial issuance. The General Meeting resolves that the nominal amount of any capital increase carried out pursuant to this authorization shall count toward the ceiling applicable to the initial issuance and toward the overall ceiling for capital increases of five million one hundred fifty-three thousand three hundred eighty-six euros (€5,153,386) set out in the 25th resolution of this General Meeting.

The Management Board may not, unless previously authorized by the General Meeting, decide to make use of this delegation of authority from the filing of a proposed public offer for the Company's securities until the end of the offer period.

This authorization is granted for a period of twenty-six (26) months from the date of this General Meeting. The General Meeting resolves that this authorization cancels and supersedes, with respect to the unused portion, any prior shareholders' resolutions having the same purpose.

24th resolution (*Authorization granted to the Management Board to reduce the share capital by cancelling shares*). — The General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report:

1 – Authorizes the Management Board, within the framework of the provisions of Article L.22-10-62 of the French Commercial Code, to cancel, on one or more occasions, the shares acquired by the Company under a share buyback program implemented by the Company, within the limit of 10% of the Company's share capital per twenty-four (24)-month period, and to reduce the share capital accordingly, it being specified that this limit applies to an amount of the Company's share capital which may, where applicable, be adjusted to take into account transactions affecting the share capital subsequent to this General Meeting.

2 – Grants full powers to the Management Board, with the power to sub-delegate to any person authorized by law, to carry out such capital reduction(s), in particular to determine the final amount of the capital reduction, set its terms and conditions, record its completion, and make the corresponding amendments to the articles of association, complete all formalities, steps and declarations with all relevant authorities and, more generally, do whatever is necessary. This delegation is granted for a period of eighteen (18) months from the date of this General Meeting. The General Meeting resolves that this authorization cancels and supersedes, with respect to the unused portion, any prior shareholders' resolutions having the same purpose.

25th resolution (*Determination of the maximum nominal amount of the immediate and/or future increases in share capital that may be carried out: overall ceilings*). — The General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, having reviewed the Management Board's report, and as a consequence of the adoption of the foregoing extraordinary resolutions:

1 – Resolves to set at twenty-five million seven hundred sixty-six thousand nine hundred thirty-nine euros (€25,766,939) (representing, for information purposes, 50% of the share capital as of the date of this General Meeting), as adjusted, where applicable, by the nominal amount of additional shares to be issued in order to preserve, in accordance with the applicable legislative and regulatory provisions and, where applicable, contractual stipulations, the rights of holders of securities giving access to the share capital, the maximum nominal amount of share capital increases with maintenance of shareholders' preferential subscription rights, whether immediate and/or future, that may be carried out pursuant to the delegations and authorizations granted under the 27th and 28th resolutions of the general meeting of March 20, 2025.

2 – Resolves to set at five million one hundred fifty-three thousand three hundred eighty-six euros (€5,153,386) (representing, for information purposes, 10% of the share capital as of the date of this General Meeting), as adjusted, where applicable, by the nominal amount of additional shares to be issued in order to preserve, in accordance with applicable legislative and regulatory provisions and, where applicable, contractual stipulations, the rights of holders of securities giving access to the share capital, the maximum nominal amount of share capital increases with cancellation of shareholders' preferential subscription rights, whether immediate and/or future, that may be carried out pursuant to the delegations and authorizations granted under (i) the 21st and 22nd resolutions above and (ii) the 33rd resolution of the general meeting of March 20, 2025.

3 – Resolves that this authorization terminates and replaces, with immediate effect, the overall ceiling set by the general meeting of March 20, 2025 in its 35th resolution.

26th resolution (*Delegation of authority to the Management Board for the purpose of increasing the share capital, with cancellation of shareholders' preferential subscription rights, by issuing ordinary shares and/or securities giving access to ordinary shares of the Company reserved for subscribers of a Company Savings Plan (Plan d'Epargne Entreprises - PEE)*). — The General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report and in accordance with the provisions of Articles L.225-129 et seq. and L.225-138-1 of the French Commercial Code as well as Articles L.3332-1 and L.3332-18 et seq. of the French Labor Code:

1 – Delegates to the Management Board, with the power to sub-delegate to any person authorized by law, the authority to increase the share capital, on one or more occasions, in the proportions and at the times it deems appropriate, on the basis of its sole decisions, by issuing ordinary shares or securities giving access to ordinary shares of the Company reserved for eligible corporate officers, employees and former employees of the Company and/or companies or economic interest groups related to it under the conditions set out in Article L.225-180 of the French Commercial Code as well as Articles L.3344-1 and L.3344-2 of the French Labor Code, who are members of the Company's company or group savings plan(s), the issuance of securities possibly being carried out by cash payment or by capitalization of reserves, profits or share premiums and free allocation of shares or other securities giving access to the share capital. The total nominal amount of capital increases that may be carried out under this resolution may not exceed one million euros (€1,000,000), to which may be added, where applicable, the nominal amount of additional shares to be issued in order to preserve, in accordance with the law and, where applicable, contractual stipulations, the rights of holders of securities giving access to the share capital, it being specified that this amount is separate from the overall ceiling provided for in the 25th resolution.

2 – Resolves to cancel the shareholders' preferential subscription rights in favor of the aforementioned members of a company savings plan, with respect to the ordinary shares and securities to be issued, which may, where applicable, be granted free of charge under this resolution, which entails the shareholders' waiver of their preferential subscription rights to the ordinary shares to which the securities issued pursuant to this authorization may give entitlement.

3 – Resolves that the issue price of the ordinary shares or securities to be issued pursuant to this resolution shall be determined under the conditions provided for in Articles L.3332-18 et seq. of the French Labor Code and shall correspond, pursuant to the aforementioned provisions, to the average quoted price of the share on the Euronext Paris market over the twenty trading sessions preceding the decision of the Management Board setting the opening date of the subscription period, after application, where applicable, of a discount which may not exceed the maximum discount permitted by law on the date of the Management Board's decision (i.e., depending on the lock-up period provided for by the plan, 30% or 40%, as the case may be). The General Meeting expressly authorizes the Management Board to reduce or remove the aforementioned discount if it deems it appropriate, notably in order to take into account new international accounting standards or, inter alia, the legal, accounting, tax and social regimes applicable locally. The Management Board may also substitute all or part of the discount with the grant of ordinary shares or securities giving access to the share capital pursuant to the provisions set out below.

4 – Authorizes the Management Board to grant free ordinary shares or other securities giving immediate and/or future access to the Company's share capital, it being understood that the total benefit resulting from such grant, in respect of the employer contribution and/or the discount, may not exceed the applicable legal or regulatory limits.

5 – Resolves that the characteristics of any securities giving access to the Company’s share capital shall be determined by the Management Board in accordance with the regulations in force at the time.

6 – Delegates to the Management Board, within the limits and under the conditions specified above, full powers to determine all the terms and conditions of the transactions referred to in this resolution and, in particular, to:

- decide that the issuances may take place directly in favor of the beneficiaries or through collective investment undertakings in transferable securities (UCITS) or through another entity or entities permitted under the applicable legal or regulatory provisions;
- where applicable, determine a scope of companies concerned by the offering narrower than the scope of companies eligible for the company savings plan;
- set the terms and conditions of the issuances carried out pursuant to this authorization and, in particular, the dividend entitlement date, payment terms, and the subscription price of the ordinary shares or securities giving access to the share capital in accordance with legal provisions;
- determine the opening and closing dates of the subscription period;
- set the period granted to subscribers for payment of their ordinary shares or securities giving access to the share capital;
- take all necessary measures intended to protect the rights of holders of securities or other rights giving access to the share capital, in accordance with the applicable legal and regulatory provisions and, where applicable, contractual stipulations;
- record the completion of the capital increase up to the amount of equity securities or securities giving access to the share capital that are effectively subscribed;
- on its sole decision and if it deems appropriate, charge the costs of the capital increases to the amount of the related premiums and deduct from this amount the sums necessary to bring the legal reserve to one-tenth of the new share capital after each increase;
- take all measures necessary to carry out the capital increases, complete the related formalities, in particular those relating to the listing of the securities created, and more generally do whatever is necessary. The Management Board may delegate to any person authorized by law the powers necessary to carry out the issuances authorized by this resolution, as well as the power to postpone them, within the limits and under the terms it may determine in advance.

This authorization is granted for a period of twenty-six (26) months from the date of this General Meeting. The General Meeting resolves that this authorization cancels and supersedes, with respect to the unused portion, any prior shareholders’ resolutions having the same purpose.

27th resolution (*Powers to carry out formalities*). — As necessary, the General Meeting, ruling under the quorum and majority conditions applicable to extraordinary general meetings, grants full powers to the bearer of copies or extracts of the minutes of this General Meeting to carry out all publication and filing formalities and, more generally, to do whatever is necessary.