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GUILLEMOT CORPORATION
Joint stock company with capital of €11,617,359.60
Registered office: 2 rue du Chêne Héleuc, 56910 Carentoir, France
414 196 758 R.C.S. VANNES

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MEETING NOTICE

Shareholders are hereby informed that a combined general meeting (ordinary and extraordinary) will take place on Thursday, June 1, 2023, at 10:00 AM, in Carentoir (56910), 2 rue du Chêne Héleuc.

The general meeting will be called upon to deliberate on the following agenda:

Agenda

Within the remit of the ordinary general meeting:

1. Approval of December 31, 2022 year-end financial statements,
2. December 31, 2022 year-end net income appropriation; dividend distribution,
3. Approval of December 31, 2022 year-end consolidated financial statements,
4. Approval of agreements stipulated in Article L.225-38 of the Commercial Code,
5. Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Claude Guillemot, President and Managing Director,
6. Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Michel Guillemot, Deputy Managing Director,
7. Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Yves Guillemot, Deputy Managing Director,
8. Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Gérard Guillemot, Deputy Managing Director,
9. Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Christian Guillemot, Deputy Managing Director,
10. Approval of information mentioned in I of Article L.22-10-9 of the Commercial Code relating to the compensation of directors and officers,
11. Approval of the compensation policy for directors and officers in accordance with II of Article L.22-10-8 of the Commercial Code,
12. Renewal of director's mandate of Madam Corinne LE ROY,
13. Appointment of Madam Véronique LE BOURGE as director,
14. Ratification by the general meeting of the transfer of the registered office,
15. Authorization to be given to the Board of Directors to carry out transactions on company shares,
16. Fulfillment of the legal formalities consecutive to the ordinary general meeting.

Within the remit of the extraordinary general meeting:

17. Authorization to be given to the Board of Directors to proceed with capital reduction via cancellation of company shares,
18. Delegation of authority to be given to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or granting the right to the allocation of debt securities, marketable securities giving access to equity securities to issue, with preservation of preferred subscription rights,
19. Delegation of authority to be given to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or granting the right to the allocation of debt securities, marketable securities giving access to equity securities to issue, with removal of preferred subscription rights, as part of a public offer or offers other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code,
20. Delegation of authority to be given to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or granting the right to the allocation of debt securities, marketable securities giving access to equity securities to issue, with removal of preferred subscription rights, as part of an offer or offers stipulated in 1° of Article L.411-2 of the Monetary and Financial Code,

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21. Authorization to be given to the Board of Directors to set, within the limit of 10% of the company's capital per year, the issue price of equity securities to be issued by way of a public offer or offers other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code or by way of an offer or offers stipulated in 1° of Article L.411-2 of the Monetary and Financial Code,
22. Authorization to be given to the Board of Directors to increase the amount of the issues which may be decided upon pursuant to the eighteenth, nineteenth and/or twentieth resolutions, in the event of excess demand,
23. Delegation of powers to be given to the Board of Directors to proceed with capital increases, in order to remunerate contributions in kind granted to the company and composed of equity securities or marketable securities giving access to capital,
24. Delegation of authority to be given to the Board of Directors to proceed with capital increases reserved for members of a corporate or group savings plan,
25. Authorization to be given to the Board of Directors to proceed with the bonus issue of company shares to salaried employees and/or executive directors of the company and/or of related companies,
26. Authorization to be given to the Board of Directors to grant stock options to salaried employees and/or executive directors of the company and/or of related companies,
27. Setting the overall ceiling for capital increases,
28. Fulfillment of the legal formalities consecutive to the extraordinary general meeting.

Draft text of resolutions

Within the remit of the ordinary general meeting:

FIRST RESOLUTION

(Approval of December 31, 2022 year-end financial statements)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, having been made aware of the Board of Directors' management report and of the Independent Auditors' report on the annual accounts, approves the December 31, 2022 year-end financial statements, as presented, as well as the transactions figuring in these statements or summarized in these reports.

SECOND RESOLUTION

(December 31, 2022 year-end net income appropriation; dividend distribution)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, decides to appropriate the December 31, 2022 year-end profit amounting to €29,058,725.71 as follows:

- allocation to the other reserves: € 25,286,855.71;
- distribution of dividends: € 3,771,870.00.

The dividend is set at €0.25 per share entitled to this dividend. It will be paid on June 9, 2023.

The general meeting decides that the amount of the dividend corresponding to the shares held by the company on the ex-dividend date will be allocated to the " other reserves " account.

The general meeting acknowledges that for shareholders who are natural persons domiciled in France for tax purposes, the dividends received are subject, pursuant to Article 200 A, 1 A 1° of the General Tax Code, to a single flat-rate levy of 12.8%, or, on the overall option of the shareholder, this income can be taxed at the progressive income tax scale. In the latter case, dividends are eligible for the 40% tax allowance mentioned in Article 158 3 2° of the General Tax Code.

In both cases, when dividends are paid, they are subject to a non-definitive lump-sum withholding tax of 12.8%, as an advance payment of income tax, deductible from the tax definitively due the following year. However, in accordance with the third paragraph of Article 117 quater of the General Tax Code, natural persons belonging to a tax household whose reference tax income is less than €50,000 euros for single, divorced or widowed taxpayers or €75,000 for taxpayers subject to a common taxation, may ask to be exempted from this non-definitive lump-sum withholding tax of 12.8% under the conditions provided for in Article 242 quater of the General Tax Code.

In addition, for shareholders who are natural persons domiciled in France for tax purposes, social contributions are applied in all cases, on the amounts of dividends paid, up to 17.2%.

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In accordance with the provisions of Article 243 bis of the General Tax Code, it is recalled that the dividend distributions made for the previous three financial years were as follows:

	2021	2020	2019
Number of shares	15,287,480	15,287,480	15,287,480
Dividend per share	0.25 €	0.25 €	0
Total dividend ^{(1) (2)}	3,821,870.00 €	3,821,870.00 €	0

(1) These amounts do not take into account amounts not paid because of treasury shares.

(2) Dividends eligible for the 40% reduction provided for in Article 158 3 2° of the General Tax Code.

THIRD RESOLUTION

(Approval of December 31, 2022 year-end consolidated financial statements)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, having been made aware of the Board of Directors' report on the Group's management included in the Board of Directors' management report and of the Independent Auditors' report on the consolidated accounts, approves the December 31, 2022 year-end consolidated financial statements, as presented, as well as the transactions figuring in these statements or summarized in these reports.

FOURTH RESOLUTION

(Approval of agreements stipulated in Article L.225-38 of the Commercial Code)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, having been made aware of the Independent Auditors' special report on the agreements stipulated in Article L.225-38 of the Commercial Code, approves the agreements referred to therein and the conclusions of said report.

FIFTH RESOLUTION

(Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Claude Guillemot, President and Managing Director)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of Article L.22-10-34 II of the Commercial Code, the fixed, variable and exceptional items composing the total compensation and the benefits in kind paid during the course of or awarded for the financial year ended December 31, 2022 to Mr. Claude Guillemot because of his term of office as President and Managing Director, as set out in paragraph 21.6.2 of the corporate governance report attached to the management report for the year ended December 31, 2022.

SIXTH RESOLUTION

(Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Michel Guillemot, Deputy Managing Director)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of Article L.22-10-34 II of the Commercial Code, the fixed, variable and exceptional items composing the total compensation and the benefits in kind paid during the course of or awarded for the financial year ended December 31, 2022 to Mr. Michel Guillemot because of his term of office as Deputy Managing Director, as set out in paragraph 21.6.2 of the corporate governance report attached to the management report for the year ended December 31, 2022.

SEVENTH RESOLUTION

(Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Yves Guillemot, Deputy Managing Director)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of Article L.22-10-34 II of the Commercial Code, the fixed, variable and exceptional items composing the total compensation and the benefits in kind paid during the course of or awarded for the financial year ended December 31, 2022 to Mr. Yves Guillemot because of his term of office as Deputy Managing Director, as set out in paragraph 21.6.2 of the corporate governance report attached to the management report for the year ended December 31, 2022.

EIGHTH RESOLUTION

(Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Gérard Guillemot, Deputy Managing Director)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of Article L.22-10-34 II of the Commercial Code, the fixed, variable and exceptional items composing the total compensation and the benefits in kind paid during the course of or awarded for the financial year ended December 31, 2022 to Mr. Gérard Guillemot because of his term of office as Deputy Managing Director, as set out in paragraph 21.6.2 of the corporate governance report attached to the management report for the year ended December 31, 2022.

NINTH RESOLUTION

(Approval of the compensation elements paid during the course of or awarded for the year ended December 31, 2022 to Mr. Christian Guillemot, Deputy Managing Director)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of Article L.22-10-34 II of the Commercial Code, the fixed, variable and exceptional items composing the total compensation and the benefits in kind paid during the course of or awarded for the financial year ended December 31, 2022 to Mr. Christian Guillemot because of his term of office as Deputy Managing Director, as set out in paragraph 21.6.2 of the corporate governance report attached to the management report for the year ended December 31, 2022.

TENTH RESOLUTION

(Approval of information mentioned in I of Article L.22-10-9 of the Commercial Code relating to the compensation of directors and officers)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of I of Article L.22-10-34 of the Commercial Code, the information mentioned in I of the Article L.22-10-9 of the Commercial Code relating to directors and officers, which are presented in paragraph 21.6.3 of the corporate governance report attached to the management report for the year ended December 31, 2022.

ELEVENTH RESOLUTION

(Approval of the compensation policy for directors and officers in accordance with II of Article L.22-10-8 of the Commercial Code)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, approves, in accordance with the provisions of Articles L.22-10-8 II and R.22-10-14 of the Commercial Code, the compensation policy for directors and officers as presented in paragraph 21.6.4 of the corporate governance report attached to the management report for the year ended December 31, 2022.

TWELFTH RESOLUTION

(Renewal of director's mandate of Madam Corinne LE ROY)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, having noticed that the director's mandate of Madam Corinne LE ROY expires, decide the renewal of her mandate for a period of four years which will come to an end at the end of the ordinary general meeting called to rule in 2027 on the accounts of the last past financial year.

In addition, the general meeting takes note that the director's mandate of Madam Marie-Hélène LAIR ends today.

THIRTEENTH RESOLUTION

(Appointment of Madam Véronique LE BOURGE as director)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, having been made aware of the Board of Directors' report, decides to appoint Madam Véronique LE BOURGE as director for a duration of six years.

The mandate of director of Madam Véronique LE BOURGE will come to an end at the end of the ordinary general meeting called to rule in 2029 on the accounts of the last past financial year.

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FOURTEENTH RESOLUTION

(Ratification by the general meeting of the transfer of the registered office)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, ratifies, in accordance with Article L.225-36 of the Commercial Code, the decision taken by the Board of Directors in its meeting of January 25, 2023 to transfer the registered office from Place du Granier, BP97143 in Chantepie (35571) to 2 Rue du Chêne Héleuc in Carentoir (56910), as of February 1, 2023.

Consequently, the general meeting also approves the modification of the bylaws made by the said Board of Directors in order to carry out the legal formalities.

FIFTEENTH RESOLUTION

(Authorization to be given to the Board of Directors to carry out transactions on company shares)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, having been made aware of the Board of Directors' report including the description of the share buyback program in accordance with Articles 241-1 and following of the Autorité des Marchés Financiers' General regulation, authorizes the Board of Directors pursuant to the provisions of Articles L.22-10-62 and following of the Commercial Code, of the regulation No 596/2014 of the European Parliament and of the Council, of the Autorité des Marchés Financiers' General regulation and of the market practices sanctioned by the Autorité des Marchés Financiers, to proceed with the purchase of its own shares, up to a maximum of 10% of the total number of shares of which the company's capital is composed, this percentage applying to an adjusted capital according to transactions affecting it subsequently to the date of this meeting, with a view to:

- animate the security market to favor the liquidity of the security, via the intermediary of an investment services provider acting with full independence, within the context of a liquidity contract pursuant to the decision of the Autorité des Marchés Financiers having renewed the establishment of liquidity contracts as an accepted market practice,
- keep and subsequent remit the securities, in payment or in exchange, within the context of possible external growth operations, with the stipulation that the number of securities acquired to this effect may not exceed 5% of the securities of which the company's capital is composed,
- cover marketable securities representative of debt securities granting the right to the allocation of company shares through conversion, exercise, reimbursement or exchange,
- cover stock option plans and/or any other form of share allocation to employees and/or executive directors of the company and/or its group,
- cancel the shares, in whole or in part, subject to the adoption of a specific resolution by the extraordinary general meeting of shareholders,
- complete any transaction admitted or that may be authorized by the regulations after the date of the present meeting, particularly if it is part of a market practice that may be accepted or renewed by the Autorité des Marchés Financiers.

When the shares are repurchased to favor the liquidity of the security, the number of shares taken into account for the calculation of the limit of 10% above corresponds to the number of purchased shares deduction made of the number of shares resold during the duration of the present authorization.

The number of shares which the company may hold, directly or indirectly, at whatever time, may not exceed 10% of the company's capital, this percentage applying to an adjusted capital according to transactions affecting it subsequent to the date of this meeting.

The maximum purchase price per share is set at forty euros.

The maximum amount allocated to the share buyback program is set at ten million euros.

The acquisition, disposal or transfer of shares may be carried out via all methods, in one or more times, on or off the market or via a private treaty, including by acquisition or disposal of blocks of securities. These transactions shall be carried out in compliance with the applicable laws and regulations at the date of the transaction concerned.

These transactions may take place at any time, subject to the abstention or suspension periods stipulated in legal and regulatory provisions.

The meeting grants all powers to the Board of Directors, with sub-delegation of authority according to the legal and regulatory conditions, in order to carry out this share buyback program, conclude any agreements, submit any orders, carry out any appropriation or reappropriation of the shares acquired, pursuant to applicable legal and regulatory provisions, all required formalities and declarations and, generally, to accomplish whatever may be required.

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This authorization is granted for a period of eighteen months as of the date of this meeting. For the unused portion, it terminates the authorization granted by the general meeting held June 9, 2022.

SIXTEENTH RESOLUTION

(Fulfillment of the legal formalities consecutive to ordinary general meeting)

The general meeting, ruling in accordance with the conditions of quorum and majority required for ordinary general meetings, grants all powers to the bearer of an original, copy or extract of this meeting's minutes to fulfill all legal formalities.

Within the remit of the extraordinary general meeting:

SEVENTEENTH RESOLUTION

(Authorization to be given to the Board of Directors to proceed with capital reduction via cancellation of company shares)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' report, and ruling in accordance with Article L.22-10-62 of the Commercial Code, authorizes the Board of Directors to proceed, at its sole discretion, in one or more times, at any time including during a public offering period targeting the company, with the cancellation of all or part of the treasury stock shares held by the company or which may be held following the buybacks carried out within the context of the share buyback programs authorized by the fifteenth resolution submitted to this meeting or authorized before the date of this meeting, within the limit of 10% of the number of shares of which the company's capital is composed, by periods of twenty-four months, this percentage applying to an adjusted capital according to transactions affecting it subsequently to the date of this meeting.

The general meeting confers all powers upon the Board of Directors to proceed with a capital reduction via the cancellation of shares, to set the terms, allocate the difference between the book value of canceled shares and their nominal value on all available reserve and premium accounts, certify the execution, proceed with corresponding modifications to bylaws and all required formalities.

This authorization is granted for a period of eighteen months as of the date of this meeting. It terminates the authorization granted by the general meeting held June 9, 2022.

EIGHTEENTH RESOLUTION

(Delegation of authority to be given to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or granting the right to the allocation of debt securities, marketable securities giving access to equity securities to issue, with preservation of preferred subscription rights)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, pursuant to the terms of Articles L.225-129 and following of the Commercial Code, in particular Articles L.225-129-2 and L.225-132, Articles L.22-10-49 and following of the Commercial Code, as well as Articles L.228-91 and following of said Code:

1) Grants the Board of Directors its authority to decide, should it be deemed appropriate, the issue, in one or more times, in the proportions and at the times of its choosing, with preservation of shareholders' preferred subscription rights, of:

- ordinary company shares, and/or
- equity securities giving access, immediately and/or in the future, to other company equity securities or granting the right to the allocation of debt securities, and/or
- marketable securities giving access to company equity securities to issue,

being specified that these shares, equity securities and marketable securities may be issued on a payment basis or as a bonus issue, in France or abroad, in euros, in any foreign currency or in any monetary unit established in reference to more than one currency;

2) Decides to set at eight (8) million euros the overall ceiling for capital increases which may be carried out by virtue of this delegation; with the stipulation that this ceiling is common to all capital increases which may be carried out by virtue of the nineteenth and twentieth resolutions of this general meeting, and that it is set not

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taking into account the nominal value of ordinary company shares to possibly be issued in order to protect the holders of rights attached to securities and marketable securities granting access to the company's capital;

3) Decides to set at fifteen (15) million euros the maximum total nominal amount of debt securities giving access to company equity securities which may be issued by virtue of this delegation, or at the equivalent value of this amount in the event of an issue in foreign currency or at a unit-linked rate established in reference to more than one currency; with the stipulation that this amount is common to the debt securities giving access to company equity securities which may be issued by virtue of the nineteenth and twentieth resolutions of this general meeting;

4) Decides that as shareholders have, in proportion to the amount of their shares, a preferred right to apply for exact rights to the securities and marketable securities to be issued by virtue of this delegation, the Board of Directors shall also have the ability to apply the right to apply for excess shares in proportion to the rights of shareholders and according to their requests. If applications for exact rights and, if need be, for excess shares have not absorbed a capital increase in full, the Board of Directors may use one or more of the following authorizations, according to the conditions prescribed by law and in the order determined by the Board of Directors:

- limit the amount of the capital increase to the amount of subscriptions, so long as the latter reach at least three-quarters of the capital increase decided upon;
- freely allocate, totally or partially, the shares, equity securities and/or marketable securities not subscribed to;
- offer to the public, totally or partially, the shares, equity securities and/or marketable securities not subscribed to;

5) Notes that this delegation includes, to the benefit of holders of securities and marketable securities granting access to the company's capital which may be issued, the renunciation of shareholders of their preferred subscription right to the equity securities to which these securities and marketable securities will give the right;

6) Decides that the Board of Directors shall have all powers, with sub-delegation of authority according to the legal and regulatory conditions, to implement this delegation, particularly with regard to: setting the terms of each issue; determining the dates and terms of the issues, as well as the form and characteristics of the shares, equity securities and marketable securities to be issued; deciding upon, in the event of an issue of debt securities giving access to company equity securities, their subordinated or non-subordinated nature, setting their interest rate, their duration, the redemption price and the other issue and redemption terms according to market conditions, as well as the conditions according to which these securities give the holder the right to company equity securities; deciding on the issue price of the shares, equity securities and marketable securities to issue; setting the amounts to be issued, the subscription dates, the income accrual date (even if retroactive) of the securities to be issued, and determining their settlement method; setting the terms for the exercise of rights attached to the equity securities or marketable securities to be issued and, if need be, stipulating their market buyback conditions, as well as the ability to suspend the exercise of these rights; setting the terms according to which the preservation of the rights of holders of equity securities or marketable securities granting access to the company's capital will be preserved, pursuant to legal and regulatory provisions; allocating the capital increase costs on the amount of related premiums and deducting from this amount the sums necessary to bring the legal reserve to one-tenth of the new capital following each capital increase; generally taking all useful measures and making all arrangements, making any agreement or pact required for the successful completion of the issues planned upon; certifying the completion of each capital increase and proceeding with corresponding modifications to the bylaws;

7) Sets at twenty-six months, as of the date of this meeting, the period during which this delegation may be used by the Board of Directors.

NINETEENTH RESOLUTION

(Delegation of authority to be given to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or granting the right to the allocation of debt securities, marketable securities giving access to equity securities to issue, with removal of preferred subscription rights, as part of a public offer or offers other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of Articles L.225-129 and following of the Commercial Code, in particular Articles L.225-129-2, L.225-135, L.225-136, and of Articles L.22-10-49 and following of the Commercial code, in particular Articles L.22-10-51 and L.22-10-52, and Articles L.228-91 and following of said Code:

1) Grants the Board of Directors its authority to decide, as part of a public offer or offers other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code, should it be deemed appropriate, the issue, in one or more times, in the proportions and at the times of its choosing, with removal of shareholders' preferred subscription rights, of:

- ordinary company shares, and/or
- equity securities giving access, immediately and/or in the future, to other company equity securities or granting the right to the allocation of debt securities, and/or
- marketable securities giving access to company equity securities to issue,

being specified that these shares, equity securities and marketable securities may be issued in France or abroad, in euros, in any foreign currency or in any monetary unit established in reference to more than one currency;

2) Decides to set at eight (8) million euros the overall ceiling for capital increases which may be carried out by virtue of this delegation; with the stipulation that this ceiling is common to all capital increases which may be carried out by virtue of the eighteenth and twentieth resolutions of this general meeting, and that it is set not taking into account the nominal value of ordinary company shares to possibly be issued in order to protect the holders of rights attached to securities and marketable securities granting access to the company's capital;

3) Decides to set at fifteen (15) million euros the maximum total nominal amount of debt securities giving access to company equity securities which may be issued by virtue of this delegation, or at the equivalent value of this amount in the event of an issue in foreign currency or at a unit-linked rate established in reference to more than one currency; with the stipulation that this amount is common to the debt securities giving access to company equity securities which may be issued by virtue of the eighteenth and twentieth resolutions of this general meeting;

4) Decides to remove the preferred subscription right of shareholders to the shares, equity securities and marketable securities to be issued, while allowing the Board of Directors the decision as to whether or not to stipulate, for all or a portion of each issue, a subscription priority period in favor of shareholders according to the terms it would set pursuant to applicable legal and regulatory provisions. This priority period would not result in the creation of negotiable rights but could, should the Board of Directors deem it appropriate, be exercised with respect to exact rights or excess shares;

5) Decides that if subscriptions, including, if need be, those by shareholders, have not absorbed the capital increase in full, the Board of Directors may use one and/or the other of the following authorizations, according to the conditions prescribed by law and in the order determined by the Board of Directors:

- limit the amount of the capital increase to the amount of subscriptions, so long as the latter reach at least three-quarters of the capital increase decided upon;
- freely allocate, totally or partially, the shares, equity securities and marketable securities not subscribed to.

6) Notes that this delegation includes, to the benefit of holders of securities or marketable securities granting access to the capital which may be issued, the renunciation of shareholders of their preferred subscription right to the securities to which these securities and marketable securities will give the right;

7) Decides that:

- the issue price for the shares and equity securities will be at least equal to the minimum provided for by the laws and regulations applicable at the time of use of this delegation (i.e., for information purposes to date, a price at least equal to the weighted average of market price of the last three trading days preceding the start of the public offering within the meaning of (EU) Regulation No. 2017/1129 of June 14, 2017, possibly reduced by a maximum discount of 10%), after correction of this amount, if need be, to take into account the difference in the date of dividend entitlement, and

- the issue price of the securities will be such that the amount immediately received by the company increased, if applicable, by any amount that may be subsequently received by the company, i.e., for each ordinary share issued as a result of the issue of such securities, at least equal to the minimum price referred to in the previous paragraph;

8) Decides that the Board of Directors shall have all powers, with sub-delegation of authority according to the legal and regulatory conditions, to implement this delegation, particularly with regard to: setting the terms of each issue; determining the dates and terms of the issues, as well as the form and characteristics of the shares, equity securities and marketable securities to be issued; deciding upon, in the event of an issue of debt

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securities giving access to company equity securities, their subordinated or non-subordinated nature, setting their interest rate, their duration, the redemption price and the other issue and redemption terms according to market conditions, as well as the conditions according to which these securities give the holder the right to company equity securities; deciding on the issue price of the shares, equity securities and marketable securities to issue; setting the amounts to be issued, the subscription dates, the income accrual date (even if retroactive) of the securities to be issued, and determining their settlement method; setting the terms for the exercise of rights attached to the equity securities or marketable securities to be issued and, if need be, stipulating their market buyback conditions, as well as the ability to suspend the exercise of these rights; setting the terms according to which the preservation of the rights of holders of equity securities or marketable securities granting access to the company's capital will be preserved, pursuant to legal and regulatory provisions; allocating the capital increase costs on the amount of related premiums and deducting from this amount the sums necessary to bring the legal reserve to one-tenth of the new capital following each capital increase; generally taking all useful measures and making all arrangements, making any agreement or pact required for the successful completion of the issues planned upon; certifying the completion of each capital increase and proceeding with corresponding modifications to the bylaws;

9) Sets at twenty-six months, as of the date of this meeting, the period during which this delegation may be used by the Board of Directors.

TWENTIETH RESOLUTION

(Delegation of authority to be given to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or granting the right to the allocation of debt securities, marketable securities giving access to equity securities to issue, with removal of preferred subscription rights, as part of an offer or offers stipulated in 1° of Article L.411-2 of the Monetary and Financial Code)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of Articles L.225-129 and following of the Commercial Code, in particular Articles L.225-129-2, L.225-135, L.225-136, and of Articles L.22-10-49 and following of the Commercial code, in particular Article L.22-10-52, and of Articles L.228-91 and following of said Code, as well as of the terms set out in 1° of Article L.411-2 of the Monetary and Financial Code:

1) Grants the Board of Directors its authority to decide, up to a maximum of 20% of the company's capital per year, as part of one or more of the offers stipulated in 1° of Article L.411-2 of the Monetary and Financial Code, should it be deemed appropriate, the issue, in one or more times, in the proportions and at the times of its choosing, with removal of shareholders' preferred subscription rights, of:

- ordinary company shares, and/or
- equity securities giving access, immediately and/or in the future, to other company equity securities or granting the right to the allocation of debt securities, and/or
- marketable securities giving access to company equity securities to issue,

being specified that these shares, equity securities and marketable securities may be issued in France or abroad, in euros, in any foreign currency or in any monetary unit established in reference to more than one currency;

2) Decides to set at eight (8) million euros the overall ceiling for capital increases which may be carried out by virtue of this delegation; with the stipulation that this ceiling is common to all capital increases which may be carried out by virtue of the nineteenth and twentieth resolutions of this general meeting, and that it is set not taking into account the nominal value of ordinary company shares to possibly be issued in order to protect the holders of rights attached to marketable securities granting access to the company's capital;

3) Decides to set at fifteen (15) million euros the maximum total nominal amount of debt securities giving access to company equity securities which may be issued by virtue of this delegation, or at the equivalent value of this amount in the event of an issue in foreign currency or at a unit-linked rate established in reference to more than one currency; with the stipulation that this amount is common to the debt securities giving access to company equity securities which may be issued by virtue of the nineteenth and twentieth resolutions of this general meeting;

4) Decides to remove the preferred subscription right of shareholders to the shares, equity securities and marketable securities to be issued;

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5) Decides that if subscriptions, including if need be those by shareholders, have not absorbed the capital increase in full, the Board of Directors may use one and/or the other of the following authorizations, according to the conditions prescribed by law and in the order determined by the Board of Directors:

- limit the amount of the capital increase to the amount of subscriptions, so long as the latter reach at least three-quarters of the capital increase decided upon;
- freely allocate, totally or partially, the shares, equity securities and marketable securities not subscribed to.

6) Notes that this delegation includes, to the benefit of holders of securities and marketable securities granting access to the capital which may be issued, the renunciation of shareholders of their preferred subscription right to the securities to which these securities and marketable securities will give the right;

7) Decides that:

- the issue price for the shares and equity securities will be at least equal to the minimum provided for by the laws and regulations applicable at the time of use of this delegation (i.e., for information purposes to date, a price at least equal to the weighted average of market price of the last three trading days preceding the start of the public offering within the meaning of (EU) Regulation No. 2017/1129 of June 14, 2017, possibly reduced by a maximum discount of 10%), after correction of this amount, if need be, to take into account the difference in the date of dividend entitlement, and

- the issue price of the securities will be such that the amount immediately received by the company increased, if applicable, by any amount that may be subsequently received by the company, i.e., for each ordinary share issued as a result of the issue of such securities, at least equal to the minimum price referred to in the previous paragraph;

8) Decides that the Board of Directors shall have all powers, with sub-delegation of authority according to the legal and regulatory conditions, to implement this delegation, particularly with regard to: setting the terms of each issue; determining the dates and terms of the issues, as well as the form and characteristics of the shares, equity securities and marketable securities to be issued; deciding upon, in the event of an issue of debt securities giving access to company equity securities, their subordinated or non-subordinated nature, setting their interest rate, their duration, the redemption price and the other issue and redemption terms according to market conditions, as well as the conditions according to which these securities give the holder the right to company equity securities; deciding on the issue price of the shares, equity securities and marketable securities to issue; setting the amounts to be issued, the subscription dates, the income accrual date (even if retroactive) of the securities to be issued, and determining their settlement method; setting the terms for the exercise of rights attached to the equity securities or marketable securities to be issued and, if need be, stipulating their market buyback conditions, as well as the ability to suspend the exercise of these rights; setting the terms according to which the preservation of the rights of holders of equity securities or marketable securities granting access to the company's capital will be preserved, pursuant to legal and regulatory provisions; allocating the capital increase costs on the amount of related premiums and deducting from this amount the sums necessary to bring the legal reserve to one-tenth of the new capital following each capital increase; generally taking all useful measures and making all arrangements, making any agreement or pact required for the successful completion of the issues planned upon; certifying the completion of each capital increase and proceeding with corresponding modifications to the bylaws;

9) Sets at twenty-six months, as of the date of this meeting, the period during which this delegation may be used by the Board of Directors.

TWENTY-FIRST RESOLUTION

(Authorization to be given to the Board of Directors to set, within the limit of 10% of the company's capital per year, the issue price of equity securities to be issued by way of a public offer or offers other than those referred to in 1° of Article L.411-2 of the Monetary and Financial Code or by way of an offer or offers stipulated in 1° of Article L.411-2 of the Monetary and Financial Code)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of the second paragraph of Article L.22-10-52 of the Commercial Code:

1) Authorizes the Board of Directors, if using the delegations of authority set out in the nineteenth and/or twentieth resolutions, to derogate from the issue price setting conditions stipulated in Article R.22-10-32 of the Commercial Code, up to a limit of 10% of the company's capital per year, this percentage applying to an adjusted capital according to transactions affecting it subsequently to the date of this meeting, and to set the issue price of equity capital to be issued, immediately or in the future, at a price at least equal to the weighted

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average of the trading prices on the last three trading days preceding the date on which the issue price is set, possibly less a maximum reduction of 15%;

2) Decides that the nominal amount of capital increases decided upon by virtue of this resolution shall be calculated as part of the overall ceiling set in the twenty-seventh resolution of this meeting;

3) Sets at twenty-six months, as of the date of this meeting, the period during which this authorization may be used by the Board of Directors;

4) Decides that the Board of Directors shall have all powers, with sub-delegation of authority according to the legal and regulatory conditions, to implement this authorization.

TWENTY-SECOND RESOLUTION

(Authorization to be given to the Board of Directors to increase the amount of the issues which may be decided upon pursuant to the eighteenth, nineteenth and/or twentieth resolutions, in the event of excess demand)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of Article L.225-135-1 of the Commercial Code:

1) Authorizes the Board of Directors, if using the delegations of authority set out in the eighteenth, nineteenth and/or twentieth resolutions and if it has noted an excess subscription demand, to increase the number of securities to be issued, pursuant to the terms of Article R.225-118 of the Commercial Code (i.e., for information purposes to date, the number of securities may be increased within thirty days of the closing of the subscription within the limit of 15% of the initial issue and at the same price as the price retained for the initial issue);

2) Decides that the nominal amount of capital increases decided upon by virtue of this resolution shall be calculated as part of the overall ceiling set in the twenty-seventh resolution of this meeting;

3) Sets at twenty-six months, as of the date of this meeting, the period during which this authorization may be used by the Board of Directors;

4) Decides that the Board of Directors shall have all powers, with sub-delegation of authority according to the legal and regulatory conditions, to implement this authorization.

TWENTY-THIRD RESOLUTION

(Delegation of powers to be given to the Board of Directors to proceed with capital increases, in order to remunerate contributions in kind granted to the company and composed of equity securities or marketable securities giving access to capital)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of Articles L.225-147 and L.22-10-53 of the Commercial Code:

1) Grants to the Board of Directors all powers so that it may proceed, on the report of the independent appraiser or appraisers stipulated in Article L.225-147 of the Commercial Code, with one or more increases of the company's capital, via the issue of ordinary shares and/or of other securities granting access, immediately and/or in the future, to the company's capital, in order to remunerate contributions in kind granted to the company and composed of equity securities or marketable securities granting access to capital, whereby the terms of Article L.22-10-54 are not applicable;

2) Decides to remove, to the benefit of holders of securities or marketable securities subject to contributions in kind, the preferred subscription right of shareholders to the securities or marketable securities issued by the company in remuneration for these contributions in kind;

3) Decides to set the maximum nominal amount of the capital increases which may be carried out immediately and/or in the future, by virtue of this delegation, at 10% of the company's capital, at whatever time, this percentage applying to an adjusted capital according to transactions affecting it subsequently to the date of this meeting;

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4) Notes that this delegation entails the renunciation of shareholders of their preferred subscription right to the equity securities to which the securities or marketable securities that will be issued by virtue of this delegation may give them the right;

5) Decides that the Board of Directors shall have all powers, with sub-delegation of authority according to the legal and regulatory conditions, to implement this delegation, particularly with regard to setting the issue conditions; drawing up the list of equity securities or marketable securities submitted; setting the type and number of the shares or other securities to be issued, as well as their features and issue terms; setting the terms according to which the preservation of the rights of holders of securities or marketable securities granting access to the company's capital will be ensured; ruling upon the valuation of the contributions and the granting of specific benefits, on the report of the independent appraiser or appraisers stipulated in Article L.225-147 of the Commercial Code; allocating the capital increase costs on the amount of related contribution premiums and deducting from this amount the sums necessary to bring the legal reserve to one-tenth of the new capital following each capital increase; certifying the execution of the capital increase and proceeding with corresponding modifications to the bylaws and, generally, to proceed with all formalities and declarations and request any authorizations required for the accomplishment of these contributions;

6) Sets at twenty-six months, as of the date of this meeting, the duration of validity of the delegation subject to this resolution.

TWENTY-FOURTH RESOLUTION

(Delegation of authority to be given to the Board of Directors to proceed with capital increases reserved for members of a corporate or group savings plan)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of Articles L.225-129 and following of the Commercial Code, in particular Articles L.225-129-2, L.225-129-6, L.225-138 and L.225-138-1, as well as of Articles L.3332-1 and following of the Labor Code:

1) Grants to the Board of Directors its authority to proceed, should it be deemed appropriate, with one or more increases of the company's capital, in the proportions and at the times of its choosing, by way of the issue of equity securities or marketable securities granting access to the company's capital, reserved for salaried employees of the company and/or of the companies stipulated in Article L.225-180 of the Commercial Code, within the context of a corporate or group savings plan;

2) Decides to remove, in favor of the members of a savings plan, the preferred subscription right of shareholders to the equity securities or marketable securities granting access to the company's capital to be issued;

3) Sets at twenty-six months, as of the date of this meeting, the duration of validity of the delegation subject to this resolution;

4) Decides that the overall nominal amount of capital increases carried out by virtue of this delegation may not exceed 2% of the amount of the company's capital on the date of the Board of Directors' decision;

5) Decides that the subscription price of equity securities or marketable securities granting access to the company's capital issued by virtue of this delegation shall be determined by the Board of Directors pursuant to the terms of Articles L.3332-18 through L.3332-24 of the Labor Code;

6) Grants all powers to the Board of Directors to implement this delegation and, in particular: set the terms of each issue; determine the allocation conditions, according to legal conditions, including conditions of seniority; draw up the list of beneficiaries as well as the number of equity securities or marketable securities granting access to the company's capital which may be subscribed to per beneficiary; set, within the legal limits, the issue price of equity securities or marketable securities granting access to the company's capital, as well as the time periods granted to beneficiaries for the exercise of their rights; set the number of equity securities or marketable securities granting access to the company's capital to be issued, the duration of the subscription period and the accrual date of the equity securities or marketable securities granting access to capital; set the settlement timeframes and terms for the equity securities or marketable securities granting access to capital; certify the execution of the capital increase or increases and proceed with corresponding modifications to the bylaws; allocate capital increase costs on the amount of related premiums and deduct from this amount the sums necessary to bring the legal reserve to one-tenth of the new capital following each capital increase; and generally to carry out all formalities and take all measures required for the execution of the capital increase or increases.

TWENTY-FIFTH RESOLUTION

(Authorization to be given to the Board of Directors to proceed with the bonus issue of company shares to salaried employees and/or executive directors of the company and/or of related companies)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to Articles L.225-197-1 and following of the Commercial Code and to Article L.22-10-59 and following of the Commercial Code:

1) Authorizes the Board of Directors, should it be deemed appropriate, to grant to salaried employees and/or executive directors of the company and/or of companies stipulated in Article L.225-197-2 of the Commercial Code, or to certain categories of the aforementioned parties, bonus issues of ordinary company shares, whether existing or to be issued;

2) Decides that the percentage of the capital which may be granted by virtue of this authorization may not be higher than 2%, said percentage shall be calculated as of the date of the Board of Directors' decision to grant the shares;

3) Decides that this authorization, which the Board of Directors may use in one or more times, is granted for a period of thirty-eight months from the date of this meeting;

4) Decides that the granting of shares to beneficiaries shall be definitive at the end of an acquisition period, the duration of which shall be set by the Board of Directors, and which may not be less than one year. However, in the event of the invalidity of the beneficiary corresponding to the classification of the second or third of the categories stipulated in Article L.341-4 of the Social Security Code, the Board of Directors is authorized to stipulate the definitive allocation of shares before the end of the acquisition period and for these invalid beneficiaries, the shares shall be freely transferable;

5) Decides that the minimum duration of the obligation to hold on to shares by shareholders, beginning from the definitive allocation of shares, will be set by the Board of Directors, and shall not be less than one year. Nevertheless, in the event whereby the Board of Directors was to set a duration at least equal to two years for the acquisition period, this latter could remove the duration of the obligation to hold on to shares;

6) Decides that existing ordinary shares available for bonus issue by way of this authorization must be acquired by the company within the context of Article L.22-10-62 of the Commercial Code;

7) Grants to the Board of Directors its authority to decide at its own discretion one or more capital increases, via the issue of ordinary shares, to be carried out by incorporation of reserves, net profits or issue premiums, up to a limit of a maximum global ceiling of 2% of the company's capital, this percentage applying to an adjusted capital according to transactions affecting it subsequently to the date of this meeting, which is calculated upon the aforementioned ceiling regarding the percentage of capital which may be granted by the Board of Directors by virtue of this authorization;

8) Notes that this authorization expressly includes, to the benefit of beneficiaries of bonus shares, the renunciation of shareholders of their right to the shares which may be issued as part of capital increases via incorporation of reserves, net profits or issue premiums, decided upon by the Board of Directors by virtue of this authorization, and of any rights to the fraction of reserves, net profits or issue premiums thereby incorporated into the capital, subject to the definitive allocation to beneficiaries of such shares at the end of the acquisition period;

9) Grants all powers to the Board of Directors, within legal and regulatory limits and according to the limits set out above, to implement this authorization and, in particular: determine if the bonus shares shall be shares to be issued or existing shares; set the conditions and, if need be, the allocation criteria of shares; set the dates of grant, the acquisition period, and if need be, the retention period of the shares; determine the identity of beneficiaries of the allocations of shares, the number of shares granted to each beneficiary and the allocation terms of shares; decide the conditions according to which the number of shares granted as a bonus issue shall be adjusted, if need be, in the event of possible future operations on the company's capital, in order to preserve the rights of beneficiaries; set the conditions of issue for the shares to be issued; for the shares that would be, if any, allocated to the executive directors, either decide that these shares cannot be sold by the persons concerned before the end of their offices, or set the quantity of these shares these persons will have to keep in the nominative form until the end of their offices; take all measures, conclude any agreements, draft all documents; certify the capital increases following the definitive allocations, and modify the bylaws accordingly; carry out all legal formalities and all declarations with respect to any organizations, and generally to do whatever may be required.

TWENTY-SIXTH RESOLUTION

(Authorization to be given to the Board of Directors to grant stock options to salaried employees and/or executive directors of the company and/or of related companies)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report and of the Independent Auditors' special report, and pursuant to the terms of Articles L.225-177 and following of the Commercial Code and to Articles L.22-10-56 and following of the Commercial Code:

1) Authorizes the Board of Directors, should it be deemed appropriate, to grant to salaried employees and/or executives directors of the company and/or of companies stipulated in Article L.225-180 of the Commercial Code, or to some of the aforementioned parties, options granting the right to subscription to company shares to be issued by way of increasing the company's capital, up to a limit of a maximum overall nominal amount of 800,000 (eight hundred thousand) euros;

2) Decides that this authorization, which the Board of Directors may use one or more times, is granted for a period of thirty-eight months from the date of this meeting;

3) Decides that the subscription price of shares shall be set by the Board of Directors the day on which the options are granted. This price may not be less than 80% of the average trading prices on the last twenty trading days preceding the date on which the stock options are granted;

4) Decides that the subscription price of shares may not be modified during the options' duration. However, should the company carry out one of the financial transactions stipulated in Article L.225-181 of the Commercial Code, the Board of Directors must, in that case, take the steps required in order to protect the interests of the option beneficiaries, according to the conditions stipulated in legal and regulatory provisions;

5) Decides that the period during which the options must be exercised shall not exceed a period of ten years from the date on which they are granted;

6) Decides that the Board of Directors may decide to prohibit the immediate resale of all or part of the shares, provided that the time limit during which the shares may not be sold does not exceed three years following the option exercise date;

7) Notes that this delegation entails, to the benefit of the option beneficiaries, the express renunciation of shareholders of their preferred subscription right to the shares to be issued as options are exercised;

8) Grants all powers to the Board of Directors in order to set, within the legal and regulatory limits and according to the limits set out above, the conditions for the granting of options, and particularly with regard to: setting the dates on which the options shall be granted; drawing up the list or the categories of beneficiaries according to what it judges to be best-suited in terms of ensuring the motivation and loyalty of the beneficiaries to whom these options are granted; setting the number of securities to be granted to each beneficiary; setting the conditions of exercise of the options; determine the available exercise periods for options; setting the duration of options; set, if need be, the retention period of the options; certifying the execution of capital increases resulting from the exercise of stock options; proceeding with corresponding modifications to the bylaws; allocating the capital increase costs on the amount of related premiums and deducting from this amount the sums necessary to bring the legal reserve to one-tenth of the new capital following each capital increase; and generally carrying out the required formalities and taking all steps required to implement this authorization.

TWENTY-SEVENTH RESOLUTION

(Setting the overall ceiling for capital increases)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, having been made aware of the Board of Directors' report, pursuant to the terms of Article L.225-129-2 of the Commercial Code, decides to set at :

- eight (8) million euros the overall maximum nominal amount of capital increases which may be carried out immediately or in the future by virtue of the delegations of authority, powers and/or authorizations granted according to terms of the eighteenth, nineteenth, twentieth, twenty-first, twenty-second, twenty-third, twenty-fourth, twenty-fifth and twenty-sixth resolutions of this meeting; with the stipulation that this overall ceiling does not take into account the nominal amount of equity securities to possibly be issued in order to protect the holders of rights attached to the securities and marketable securities granting access to the company's capital; and

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- fifteen (15) million euros the overall maximum nominal amount of debt securities which may be issued by virtue of the delegations of authority granted according to terms of the eighteenth, nineteenth and twentieth resolutions of this meeting.

TWENTY-EIGHTH RESOLUTION

(Fulfillment of the legal formalities consecutive to the extraordinary general meeting)

The general meeting, ruling in accordance with the conditions of quorum and majority required for extraordinary general meetings, grants all powers to the bearer of an original, copy or extract of this meeting's minutes to fulfill all legal formalities.

A- Prior formalities to be carried out in order to participate in the general meeting

All shareholders, whatever the number of shares they hold, may take part in this general meeting:

- either by attending personally; or
- through voting by post; or
- by being represented namely by granting a proxy to the Chairman of the general meeting or to any other natural or legal person of their choice.

In order to participate in the general meeting, shareholders must provide proof of their shareholding status, whatever method of participation they have chosen.

Proof of the right to participate in the general meeting is provided by way of the book-entry of the securities held in the shareholder's name (or in the name of the intermediary registered for their account, pursuant to paragraph 7 of Article L.228-1 of the Commercial Code) by the second working day preceding the meeting date at zero hour, Paris time:

- either in the registered securities accounts held by the company, for shareholders with registered securities;
- or in the bearer securities accounts held by an intermediary, as stipulated in Article L.211-3 of the Monetary and Financial Code, for shareholders with bearer securities.

Entry of securities in the bearer securities accounts held by an intermediary, as stipulated in Article L.211-3 of the Monetary and Financial Code, is certified by way of a certificate of participation delivered by this intermediary and appended to the form for voting by post, to the form for voting by proxy or to the admission card request, drawn up in the name of the shareholder (or for the account of the shareholder represented by the registered intermediary).

A certificate of participation is also delivered to shareholders wishing to take part in the meeting in person and not having received their admission card by the second working day preceding the meeting date at zero hour, Paris time.

As the general meeting is set to take place on June 1, 2023, the deadline which represents the second working day preceding the meeting date at zero hour, Paris time, will be: Tuesday, May 30, 2023 at zero hour, Paris time. Only shareholders fulfilling the conditions set out in point A of this notice on said date shall be authorized to participate in the meeting of shareholders.

B- Methods of participation in the general meeting

For this general meeting, no voting by way of electronic or telecommunication methods is authorized. Consequently, no website as stipulated in Article R.225-61 of the Commercial Code will be set up to this effect.

1. Physical attending to the general meeting

Shareholders wishing to participate in the general meeting in person may request an admission card as follows:

- **for shareholders with registered securities:** by requesting an admission card from Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France (or by electronic mail (email) to ag2023@guillemot.fr), using the form which will be sent to them by the company in the personal meeting notification.
In the event shareholders with registered securities do not receive their admission card, in such a case, they can present themselves on the day of the general meeting, along with a proof of identity;

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- **for shareholders with bearer securities:** by requesting that the authorized intermediary responsible for managing their securities account sends a certificate of participation to Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France (or by electronic mail (email) to ag2023@guillemot.fr), who will then send the shareholder an admission card, in light of the certificate of participation received from said intermediary.
Shareholders with bearer securities who have not received their admission card by May 30, 2023 at zero hour, Paris time, may directly deliver the certificate of participation issued by the authorized intermediary responsible for managing their securities account.
Shareholders with bearer securities must present themselves on the day of the general meeting, along with a proof of identity and their admission card (or the certificate of participation sent to them by the authorized intermediary responsible for managing their securities account).

2. Vote by post - Proxy to the Chairman of the general meeting - Proxy to the company without indicating any representative name

The single form for voting by post or by proxy will be put online on the company's website (www.guillemot.com) by the twenty first day preceding the general meeting date, at the latest (May 11, 2023 at the latest).

Shareholders with registered securities will receive the single form for voting by post or by proxy in their personal meeting notification.

Shareholders may also request the single form for voting by post or by proxy to the intermediary responsible for managing their securities account, or to the company:

- either to the following postal address: Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France
- either by electronic message (email) to the following electronic address: ag2023@guillemot.fr

To be honored, the form request must be received no later than six days before the date of the general meeting (i.e. no later than May 26, 2023).

In order to be taken into account by the company Guillemot Corporation S.A., the single form for voting by post or by proxy, duly completed and signed, must be received by the company at least three days prior to the general meeting date (namely by May 28, 2023):

- either to the following postal address: Guillemot Corporation S.A., 2 rue du Chêne Héleuc, 56910 Carentoir, France, or
- either by electronic message (email) to the following electronic address: ag2023@guillemot.fr

For shareholders with bearer securities, in order to be taken into account, this form must be accompanied by the certificate of participation delivered by the intermediary in charge of their securities account.

For any proxy granted by a shareholder without specification of a representative, the Chairman of the general meeting shall deliver a vote in favor of the adoption of the draft resolutions presented or agreed upon by the Board of Directors, and a vote against the adoption of any other draft resolutions. To deliver a different type of vote, the shareholder must select a representative who agrees to vote as indicated by the shareholder.

3. Proxy with indication of a representative (other than the Chairman of the general meeting)

The single form for voting by post or by proxy will be put online on the company's website (www.guillemot.com) by the twenty first day preceding the general meeting date, at the latest (May 11, 2023 at the latest).

Shareholders with registered securities will receive the single form for voting by post or by proxy in their personal meeting notification.

Shareholders may also request the single form for voting by post or by proxy to the intermediary responsible for managing their securities account, or to the company:

- either to the following postal address: Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France
- either by electronic message (email) to the following electronic address: ag2023@guillemot.fr

Shareholders wishing to appoint a representative shall notify the appointment of their representative:

- either to the following postal address: Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France

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- either electronically, pursuant to the terms of Article R.22-10-24 of the Commercial Code, according to the following methods:
 - **for shareholders with registered securities:** by sending an electronic mail (email) to mandats-ag-juin2023@guillemot.fr and specify their family name, first name, and address, along with the family name and first name of the appointed representative;
 - **for shareholders with bearer securities:** by sending an electronic mail (email) to mandats-ag-june2023@guillemot.fr and specify their family name, first name, and address, along with the family name and first name of the appointed representative. It is imperative that notification of the appointment of a representative be accompanied by the certificate of participation issued by the authorized intermediary responsible for managing their securities account.

In all cases, for shareholders with bearer securities, the notification of the appointment of a representative must be accompanied by the certificate of participation issued by the authorized intermediary responsible for managing their securities account.

The authorization may be revoked according to the same methods as those required for appointment of a representative.

Only notifications of appointment or revocation, duly notified and signed, received by the company up to the fourth day prior to the meeting date (namely by May 28, 2023 at the latest) shall be taken into account.

The mandats-ag-june2023@guillemot.fr email address is reserved for appointments and revocations of representatives; any other request or notification sent electronically to this address and relating to another subject shall not be taken into account and/or processed.

4. Modification of voting instructions

In the event whereby a shareholder has already delivered his or her vote by post or submitted a proxy or requested an admission card or a certificate of participation, said shareholder cannot choose another method of participating in the general meeting.

C- Request for inclusion of items or draft resolutions in the general meeting's agenda

Shareholders fulfilling the conditions stipulated in Article R.225-71 of the Commercial Code (or an association of shareholders meeting the conditions set out in Article L.22-10-44 of the Commercial Code) have the right to request the inclusion of items or draft resolutions in the general meeting's agenda.

Such requests must be received by the twenty fifth day preceding the general meeting date, at the latest (namely by May 7, 2023 at the latest):

- either by register letter with acknowledgement of receipt at the company's registered office Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France
- either by electronic message (email) to the following electronic address: ag2023@guillemot.fr

Requests for inclusion of an item in the general meeting's agenda must be justified.

Requests for inclusion of draft resolutions must be accompanied by the text of the draft resolutions, which may be associated with a brief explanatory statement, as well as the items of information stipulated in paragraph 5 of Article R.225-83 of the Commercial Code if the draft resolution relates to the nomination of a candidate to the Board of Directors.

The authors of such requests must provide proof, on the date of their request, of ownership or representation of the fraction of capital required by registration of the corresponding securities, either in the registered securities accounts held by the company, or in the bearer securities accounts held by an intermediary, as stipulated in Article L.211-3 of the Monetary and Financial Code. The authors must submit a share registration certificate along with their request. Examination of the item or of the resolution is subject to the later submission, by the authors of the request, of a new certificate certifying the entry of the securities in the same accounts by the second working day preceding the meeting date at zero hour, Paris time (May 30, 2023 at zero hour at the latest).

The text of draft resolutions submitted by shareholders and the list of items added to the agenda at their request will be published without delay on the company's website (www.guillemot.com).

Translation for convenience only. The French version of this document prevails.

D- Written questions

Shareholders have the right to submit questions in writing to the Board of Directors.

These questions must be submitted to the Chairman of the Board of Directors by the fourth working day preceding the meeting date at the latest (namely by May 25, 2023 at the latest):

- either by register letter with acknowledgement of receipt at the company's registered office Guillemot Corporation S.A., Service Juridique, 2 rue du Chêne Héleuc, 56910 Carentoir, France
- either by electronic message (email) to the following electronic address: ag2023@guillemot.fr

When submitted by a shareholder holding bearer securities, they must be accompanied by a certificate of registration in the bearer securities accounts held by an intermediary, as stipulated in Article L.211-3 of the Monetary and Financial Code.

E- Shareholder information

The information and documents stipulated in Article R22-10-23 of the Commercial Code will be published on the website of the company Guillemot Corporation S.A. (www.guillemot.com), by the twenty first day preceding the general meeting date at the latest (namely by May 11, 2023 at the latest), under the "General meetings" heading, which can be accessed by way of the following sections: Financial and regulated information>This year.

These documents will also be available to shareholders, as of the meeting's convocation, at the following address: 2 rue du Chêne Héleuc, 56910 Carentoir, France.

Moreover, they will be sent to shareholders who have proven their shareholding status, free of charge, upon request by said shareholders, at the postal address or the electronic address mentioned in their request.