

MEDIAN TECHNOLOGIES
A French *Société anonyme* with a share capital of EUR 790,072.45
Registered office : Les 2 Arcs, 1800 Route des Crêtes 06560 Valbonne
RCS Grasse N° 443 676 309
(Hereinafter the “Company”)

**SHAREHOLDERS’ ANNUAL ORDINARY AND EXTRAORDINARY
GENERAL MEETING DATED JUNE 20, 2023**

**REPORT OF THE BOARD OF DIRECTORS
ON STOCK OPTIONS**

Dear Shareholders,

In accordance with Article L.225-184 of the French Commercial Code, we have prepared this report to inform you on the stock options transactions carried out during the financial year ended December 31, 2022.

I. GRANT OF STOCK OPTIONS

A. Extraordinary General Meeting of June 14, 2022

The Extraordinary General Meeting of June 14, 2022 pursuant to its 20th resolution, authorized the Board of Directors, for a period of 38 months, its authority to grant to the Company's officers and employees, or to the employees of the related companies within the meaning of article L.225-180 of the French Commercial Code, a number of stock options entitling the holder to subscribe to new shares equivalent to a maximum amount of 10 % of the share capital on the date of allocation in accordance with the provisions of articles L.225-177 and *seq.* and L.22-10-56 and *seq.* of the French Commercial Code.

The subscription price of the shares by the beneficiaries would be determined on the day the options are granted by the Board of Directors in accordance with the provisions of article L.225-177 of the French Commercial Code; this subscription price would be determined in accordance with the objective methods used for valuation of shares, taking into account, in a weighting appropriate to each case, the Company's net book value, profitability and prospects.

The total number of stock options granted under this resolution may not result in the subscription of more than 10 % of the share capital on the date of allocation.

The General Meeting granted all of its powers to the Board of Directors, with an option to sub-delegate these powers, within the legal limits, to implement this authorization, including the powers to:

- determine the identity of the beneficiaries and the number of stock-options allocated to each of them;
- set the terms and conditions and, where applicable, the criteria pursuant to which the stock options shall be exercised;

- extend the benefit of these stock options to employees of related companies within the meaning of article L.225-180 of the French Commercial Code, which would be added to the group's current composition;
- provide the obligation to be an employee of the Company and / or a related company within the meaning of article L.225-180 of the French Commercial Code, at the time the stock options are exercised;
- set the period for the prohibition of immediate resale of the subscribed shares, but that the period may not exceed three (3) years from the date of exercising of the stock options pursuant to article L.225-177 of the French Commercial Code.

B. Board of Directors Meeting of July 20, 2022

On July 20, 2022, the Board of Directors proceeded to such grant using the authorization conferred to it by the 20th resolution of the Shareholders' General Meeting dated June 14, 2022, and granted 10,000 stock options following a stock options plan, namely STOCK OPTIONS 2022-A, pursuant to the main conditions below.

(i) **Total number of options:** 10,000 options.

(ii) **Subscription price to the shares**

The subscription price was set to twelve euros and forty-three euro cents (12.43 €) per share.

This price was set in accordance with the provisions of article L.255-177 of the French Commercial Code.

This price shall remain fixed throughout the period of validity of the options unless the Company has to carry out one of the transactions requiring an adjustment provided for by law (article L.225-181 of the French Commercial Code).

(iii) **Period for which the stock options will be valid**

The period for which the stock options will be valid was set at seven (7) years from the date of issuance by the Board of Directors, i.e. until July 20, 2029 (included).

II. STOCK OPTIONS GRANTED TO CORPORATE OFFICERS

A. Grants of stock options to corporate officers

NONE.

B. Exercise of stock options by corporate officers

NONE

III. STOCK OPTIONS GRANTED TO NON-EXECUTIVE EMPLOYEES

A. Grants of stock options to non-executive employees

The table below shows the number, exercise price and expiry date of stock options granted during the financial year 2022 to a non-executive employee of MEDIAN MEDICAL TECHNOLOGY CO., LTD., subsidiary of the Company, according to article L.225-180 of the French Commercial Code:

BENEFICIARY	NUMBER STOCK OPTIONS 2022-A GRANTED	EXERCISE PRICE	EXPIRY DATE
Min ZHANG	10,000	€ 12.43	July 20, 2029

B. Exercise of stock options by non-executive employees

Stock options exercised by the ten non-executive employees:

BENEFICIARIES	NUMBER OF SHARES SUBSCRIBED	STRIKE PRICE	PAR VALUE
Yan LIU	30,000	€ 59,375	€ 0.05
Jean OLIVIER	2,250	€ 3,375	€ 0.05
Sébastien GROSSET	2,250	€ 3,375	€ 0.05
Emmanuelle LEYGUES	2,000	€ 3,000	€ 0.05
Sophie CAMPAGNO	5,000	€ 7,500	€ 0.05

The Board of Directors