

MEDIAN TECHNOLOGIES
A French *Société anonyme* with a share capital of EUR 935,863.60
Registered office : Les 2 Arcs, 1800 Route des Crêtes 06560 Valbonne
RCS Grasse N° 443 676 309
(Hereinafter the “Company”)

TEXT OF RESOLUTIONS

SHAREHOLDERS' GENERAL EXTRAORDINARY MEETING DATED MARCH 20th, 2025

EXTRAORDINARY RESOLUTIONS

RESOLUTION N° 1 (Adjustment of the Strike Price of BSA BEI-A)

The General Meeting, having fulfilled the quorum and majority required for Extraordinary General Meetings,

Decides to approve the following amendments to the terms and conditions of the BSA BEI-A, issued by the Board of Directors on April 6, 2020 using the authorization granted by the Extraordinary Shareholders' Meeting of June 26, 2019: the strike price of the BSA BEI-A shall be reduced from eight euros and thirty-four cents (€8.34) to six euros and twenty-five cents (€6.25).

Acknowledges that the BSA BEI-A may be exercised at the modified exercise price as specified in the paragraph above from the date of this present decision.

Acknowledges that the other features of the BSA BEI-A remain unchanged.

Grants all powers to the Board of Directors, with the ability to delegate in accordance with legal and regulatory provisions, to implement the aforementioned amendments to the terms and conditions of the BSA BEI-A.

RESOLUTION N° 2 (Authorization to be given to the Board of Directors for the issuance of reserved shares of the Company and securities giving access to capital of the Company)

The General Meeting, having fulfilled the quorum and majority required for Extraordinary General Meetings,

After having heard the report of the Board of Directors and the special report of the Auditor, and in accordance with articles L.225-129 and *seq.*, L.225-129-2, L.225-135, L.225-138, L.22-10-49 and *seq.* and L.228-91 and *seq.* of the French Commercial Code,

Hereby decides, and under the condition precedent that resolution n°3 regarding the cancellation of the shareholder's preferential subscription right be adopted, to confer powers to the Board of Directors to proceed, for an **eighteen (18) months** period from the date of the shareholders' meeting, to issue, in one or more occasions, in France or abroad, securities giving access by all means, immediately or in the end, to Company's existing shares or shares to be issued, which subscription could be made either by cash, or by compensating amount due.

The issuance of preferred shares and securities giving immediate or, in the end, access to preferred shares shall be excluded.

The General Meeting hereby decides that each security giving access to capital will confer the right to subscribe to one (1) ordinary share of the Company at a variable strike price which shall be equal to 99% of the volume-weighted average price (VWAP) during either (i) the last 5 trading days prior to the issue of the warrants or (ii) the last 5 trading days following the publication of a press release by the Company prior to the issue of the warrants and resulting in a variation in the share price of more than 5% (hereinafter “**SP**”).

The upper limit of the shares that may result from the exercise of the securities giving access to capital pursuant to this authorization shall not be over to: $[1.500.000 / (SP \times 1,2)] + [4.500.000 / (SP \times 1,5)]$.

This upper limit will be adjusted, where appropriate, pursuant to the adjustments made in order to protect the holders of rights attached to securities giving access to shares.

The General Meeting takes notice that this authorization shall automatically entail the waiver by the shareholders of their preferential subscription rights to the shares which may result from the exercise of the securities issued pursuant to this authorization.

The General Meeting hereby decides to confer upon the Board of Directors full powers to implement this authorization, sub-delegate to the General Manager or, as mutually agreed with him, to one or more Deputy General Managers, under the conditions laid down by law, to implement this authorization, within the limits and under the conditions specified above, in particular to:

- Set the amount of the issuance(s) that will be carried out pursuant to this authorization and in particular set the dates, deadlines, price and conditions for the subscription, delivery and possession of the securities, within the legal or regulatory limits,
- Set the procedures for exercising the rights attached to the securities to be issued, and in particular, the dates, the deadline, the terms and conditions to the exercise of the securities and the subscription price of the shares, the conditions of delivery and possession of the shares of the Company, within the legal or regulatory limits,
- Collect the subscriptions to the securities,
- In the event that the securities would be exercised, collect the subscriptions to the Company shares and the corresponding payments, and record the completion of capital increases to the amount of subscribed shares and proceed to the related amendment of the Bylaws,
- At its discretion, charge the costs of any capital increases which may result from the exercise securities to the amount of the issue premium(s) and deduct from this amount the sums needed to increase the legal reserve to one tenth of the new capital after each capital increase,
- Determine and make all adjustments to take into account the impact of the transactions on the share capital of the Company, including any modification of the par value of shares, a capital increase by incorporation of reserves, free allocation shares, stock split or reverse stock split, distribution of reserves or any other assets, amortization of the capital or any

other transaction involving equity, and set the terms according to which, the rights of the holders of securities giving access to capital may be protected,

- Suspend, if necessary, the exercise of share allocation rights attached to existing securities for a period not to exceed three (3) months,
- In general, take all steps, sign all documents and complete all formalities required for the issuance, the listing and financing of the securities issued pursuant to this authorization and to the exercise of the rights attached thereto,
- Where appropriate, amend the terms and conditions of the securities issued pursuant to this authorization, during the lifetime of these securities in compliance with the applicable formalities.

Finally, the General Meeting hereby noted that when the Board of Directors shall use this authorization, it shall prepare an additional report to the next Annual General Meeting, as certified by the Statutory Auditors and describing the terms of use this authorization.

RESOLUTION N° 3 ***(Cancellation of the shareholder's preferential subscription right in relation to the previous authorization in favor of named persons)***

The General Meeting, having fulfilled the quorum and majority required for Extraordinary General Meetings, having heard the report of the Board of Directors and the special report of the Auditor, hereby decides, subject to resolution n°2 being adopted, to cancel the shareholder's preferential subscription right to the exclusive benefit of the EIB (European Investment Bank) headquartered 100, boulevard Konrad Adenauer, L-2950 Luxembourg, who alone shall have the right to subscribe to the securities giving access to capital to be issued as a result of the adoption of the previous resolution.

RESOLUTION N° 4 ***(Authorization to the Board in order to decide a capital increase reserved for employees of the Company in accordance with articles L.225-129-6 French Commercial Code)***

The General Meeting, having fulfilled the quorum and majority required for Extraordinary General Meetings, having heard the report of the Board of Directors and the special report of the Auditor and in accordance with articles L.225-129-6 French Commercial Code and L.3332-18 and *seq.* of the French Labor Code,

Given the decisions taken under previous resolutions,

Hereby conferred to the Board of Directors the powers to increase the share capital on one or more occasions, by a maximum nominal amount equal to 1% of the share capital of the Company by issuing new shares reserved for employees and former employees of the Company members of a company's savings plan or by incorporation of reserves, profits or premiums and free allocation of shares to such employees and former employees,

Hereby decided to confer this authorization for a period of **eighteen (18) months** from the ongoing Meeting,

Hereby decided that the Board of Directors shall have full powers to implement this authorization, within the limits and under the conditions specified above, in particular to:

- Determine that the issuances may be made directly in favor of the beneficiaries or through collective bodies,
- Determine the nature and terms of the capital increase,
- Set the subscription price for the cash shares in accordance with the law,
- Set the time for paying-up the shares and, where appropriate, the seniority required for employees to participate in the operation, all within the limits set by law,
- Determine, if applicable, the amounts to be capitalized within the limit set above, the equity items to which they will be charged and the conditions of their allocation.

RESOLUTION N° 5 *(Powers for formalities)*

The General Meeting granted to the bearer hereof the powers to proceed to any and all formalities as may be appropriate.