

MEDIAN TECHNOLOGIES
A French *Société anonyme* with a share capital of EUR 1,908,694.35
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 10, 2026**

REPORT OF THE BOARD OF DIRECTORS ON THE EXTRAORDINARY DECISIONS

Dear Shareholders,

We have called the Shareholders’ General Annual Meeting to inform you of the proposed transactions.

This report completed the Management report for the fiscal year ended on December 31, 2025.

I. COMPANY’S AFFAIRS

iCRO business generated 100% of the Company’s revenue for the 2025 financial year.

Fourth-quarter revenue amounted to €6.2 million, up 5% compared with revenue for the same period in 2024 (€5.9 million). Overall, Median Technologies’ revenue for 2025 came to €23.4 million, representing growth of 1.7% compared with 2024 revenue, which stood at €22.9 million.

In 2025, Median Technologies’ iCRO business, which provides services to the global biopharmaceutical industry for imaging analysis and management in oncology clinical trials, continued to grow. The Company’s revenue is generated entirely by the commercial activity of the iCRO division.

As of December 31, 2025, the Group’s order backlog amounted to €76.6 million (€83.1 million at constant exchange rates), a record level providing strong visibility on revenues for the coming years. The order backlog was up 4.1% compared with September 30, 2025 (€73.6 million) and 7.9% compared with December 31, 2024 (+17% at constant exchange rates).

In 2026, iCRO will continue to roll out its global key-account strategy in North America, Europe and Asia. Thanks to its recognized expertise in oncology imaging and artificial intelligence, Median Technologies’ iCRO business is ideally positioned to attract new clients, both major pharmaceutical companies and emerging biotechnology firms.

The profitability of the iCRO business is expected to continue improving throughout 2026, also driven by Median’s high value-added imaging technologies, which are highly differentiated on the market, and by the expansion of the scope of services offered to support drug development.

The Group has continued the operational efforts implemented to improve the profitability of the iCRO business.

The year 2025 marked a major milestone for the eyonis® program, with the successful completion of the pivotal studies of eyonis® LCS, Median’s proprietary AI-based medical device software for lung cancer screening. Regulatory submissions for 510(k) clearance from the FDA and for CE marking in Europe were filed in May and June 2025, respectively.

To prepare for the commercial launch of eyonis® LCS in the United States, Median carried out an exhaustive mapping of existing lung cancer screening channels nationwide and defined the deployment plan for its organization and operations. The Company is currently actively implementing

this plan in order to enable an accelerated and successful commercial launch as soon as FDA clearance is obtained.

In December 2025, the Company signed its first non-exclusive distribution agreement with a major US healthcare player for the commercialization of eyonis[®] LCS in the United States and Europe. The two organizations are working closely together to ensure a significant commercial impact as soon as regulatory approvals are obtained.

Median Technologies has also strengthened its network of key opinion leaders (KOLs) in radiology, pulmonology and thoracic oncology, which has enabled it to increase its visibility among influential early adopters and to move forward with the preparation of upcoming health-economic studies. In addition, interactions with patient associations intensified throughout the year.

At the beginning of 2026, Median Technologies obtained FDA 510(k) clearance for eyonis[®] LCS, the first AI-based medical device software for detection and diagnosis in lung cancer screening.

1. The Company owns the entire share capital and voting rights of **MEDIAN TECHNOLOGIES, INC.**, the US subsidiary of the Company (hereinafter the "**US Subsidiary**").

The US Subsidiary had 14 employees as of December 31, 2025.

During the financial year, revenue from the US Subsidiary amounted to \$2,268k (i.e. €2,009k). Like the previous financial year, MEDIAN TECHNOLOGIES INC's revenue stems from the introduction in 2014 of a "cost-plus" contract between the parent company and its subsidiary.

As such, total revenue in 2025 corresponds to the rebilling of costs to the Company.

2. The Company also owns the entire share capital and voting rights of **MEDIAN MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD**, the Chinese subsidiary of the Company (hereinafter the "**CN Subsidiary**").

The CN Subsidiary had 51 employees as of December 31, 2025.

During the financial year, revenue at the CN Subsidiary amounted to RMB73,401k (i.e. €9,046k). This corresponds to rebilling of services performed for Median technologies SA for an amount of RMB4,293k (€529k). The remaining revenue corresponds to medical imaging services performed as part of clinical trials contracted in recent years with Chinese companies.

3. The Company owns the entire share capital and voting rights of **MEDIAN EYONIS, INC.**, the US subsidiary of the Company (hereinafter the "**Eyonis US Subsidiary**").

The **Eyonis US subsidiary** has no employees and had no activities in 2025.

II. MAJOR DEVELOPMENTS SINCE THE END OF THE FINANCIAL YEAR

The Eyonis Business

On February 9, 2026, Median Technologies obtained FDA 510(k) clearance for eyonis[®] LCS, the first AI-based medical device software for detection and diagnosis in lung cancer screening.

eyonis[®] LCS aims to radically transform lung cancer screening by supporting diagnosis at early, curable stages while reducing false positives in order to limit unnecessary follow-up examinations. eyonis[®] LCS has the potential to help save hundreds of thousands of lives in the United States.

eyonis[®] LCS is the only medical device software capable of detecting and characterizing lung cancer from low-dose chest CT scans, with a sensitivity of 93.3%, a specificity of 92.4% and a negative predictive value of 99.9%.

Marketing authorization for eyonis[®] LCS in the United States will accelerate the large-scale rollout of lung cancer screening programs for the 14.5 million eligible individuals in the country. The existing NT APC 1508 code provides a predictable reimbursement pathway, which will speed up the adoption of eyonis[®] LCS.

In parallel with its deployment in the United States, the Company is pursuing the European regulatory process and expects to obtain CE marking for eyonis[®] LCS in the second quarter of 2026, thereby expanding access to its eyonis[®] LCS medical device software to hundreds of thousands of patients in Europe.

Collaboration with Tempus to expand access to the eyonis[®] LCS medical device software in the United States

On February 12, 2026, Median Technologies announced its collaboration with Tempus to expand access to the eyonis[®] LCS medical device software in the United States.

This collaboration follows the granting of FDA 510(k) clearance for eyonis[®] LCS and aims to integrate the advanced detection and diagnostic medical device software for lung cancer screening into the clinical workflow via the Tempus Pixel platform.

Under the terms of this agreement, Tempus AI will distribute eyonis[®] LCS to US imaging centers via its Tempus Pixel platform and will support its deployment, integration into operational workflows and customer support. Tempus Pixel is an FDA-cleared and CE-marked solution that leverages AI to deliver advanced analytics, dedicated tools and automated reporting from radiology images. Tempus Pixel helps healthcare professionals accurately track and quantify lesions, thereby supporting them in their diagnostic and disease management decisions.

Revenue generated from the use of eyonis[®] LCS will be shared between the two parties in accordance with the commercial terms of the agreement. The collaboration builds on the existing NT APC 1508 reimbursement framework (USD 601 to 700) and will target the 14.5 million Americans eligible for lung cancer screening.

eyonis[®] LCS begins commercialization in the United States following FDA clearance; Oran Muduroglu appointed President of Median eyonis Inc

On February 18, 2026, eyonis[®] LCS began commercialization in the United States following FDA clearance, and Oran Muduroglu was appointed President of Median eyonis Inc.

Following the FDA 510(k) clearance for eyonis[®] LCS announced on February 9, 2026, Median launched a phased go-to-market strategy in the United States, aimed at controlled expansion across the country. The Company conducted a detailed analysis of customers and payers to prioritize regions with high lung cancer screening volumes and favorable reimbursement conditions.

To support this strategy, Median eyonis Inc. is strengthening its US-based sales and clinical support teams and will implement a coordinated approach combining direct sales to large healthcare organizations, strategic distribution partnerships, and seamless integration into existing workflows. Median plans to further expand the commercial adoption of eyonis[®] LCS through additional non-exclusive distribution agreements with leading partners in medical imaging, cloud technologies and diagnostics.

The Company expects the first US sites to be operational in the third quarter of 2026.

Issuance of stock options to the benefit of directors

On January 19, 2026, the Board of Directors, in accordance with the authorization granted by the Extraordinary General Meeting held on October 31, 2025, and pursuant to Articles L.225-177 et seq. and L.22-10-56 et seq. of the French Commercial Code, decided to use said delegation to grant 3,545,000 options divided into seven tranches to Mr. Fredrik Brag, and to set the exercise price at €3.40, with a validity period of 7 years. The exercise of the options is subject to the achievement of operational and financial targets linked to the Group's development strategy.

On January 30, 2026, the Board of Directors, in accordance with the authorization granted by the Extraordinary General Meeting held on October 31, 2025, and pursuant to Articles L.225-177 et seq. and L.22-10-56 et seq. of the French Commercial Code, decided to use said delegation to grant 1,450,000 options divided into nine tranches to Mr. Oran Muduroglu, and to set the exercise price at €4.14, with a validity period of 7 years. The exercise of the options is subject to the achievement of operational and financial targets linked to the Group's development strategy.

Issue of share warrants linked to the July 2025 capital increase

In July and August 2025, Median Technologies carried out one refinancing transaction that had a significant impact on the Group's cash position. A capital increase in the form of units comprising shares and share warrants (ABSA) was completed for a total gross amount of €23.9 million, including share premium, of which €21.8 million in cash, the success of which was announced on August 1, 2025.

The number of share warrants (BSA) issued in connection with this transaction amounted to 14,424,541. Two warrants entitle the holder to subscribe for three shares, with an exercise price set at €2.39.

As of December 31, 2025, 1,083,990 warrants had been exercised, representing €3.9 million.

Since the beginning of the year, a further 960,936 warrants have been exercised, for a total amount of €3.4 million.

III. RESOLUTIONS SUBMITTED TO YOUR APPROVAL

As part of the resolutions presented to you related to the approval of the annual accounts, we submit a number of extraordinary resolutions.

To benefit from the flexibility and responsiveness necessary to conduct at the time and in the manner that will be appropriate, to fundraisers for the development of the Company and to finance its investments, we propose to grant various authorizations to the Board of Directors.

These capital increases appear to be essential to provide the Company with the financial means to cope with planned developments.

Consequently, we submit to your approval resolutions 13 to 28 on the following points:

19. Authorization to reduce the share capital by cancelation of treasury shares in accordance with the provisions of article L.22-10-62 of the French Commercial Code;
20. Authorization to be given to the Board of Directors to increase the share capital by issuance of shares or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company, with preferential right;
21. Authorization to be given to the Board of Directors to increase the share capital of the Company by issuance of shares or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities

- granting access to the share capital of the Company without preferential right in the context of a public offering;
22. Authorization to be given to the Board of Directors for the issuance of shares and securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company without preferential right in the context of offering referred to in article L.411-2, 1° of the French financial and monetary Code;
 23. Authorization to be given to the Board of Directors to increase the share capital by issuance of shares and/or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company without preferential right for the benefit of a category of persons in accordance with the provisions of article L.225-138 of the French commercial Code;
 24. Authorization to be given to the Board of Directors to decide on the issuance of shares and/or securities giving immediate or future access to ordinary shares to be issued to one or more individuals specifically designated by the Board of Directors, without preferential right in accordance with the provisions of Article L. 22-10-52-1 of the French Commercial Code;
 25. Authorization to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without preferential subscription rights;
 26. Setting of an aggregate upper limit for capital increases delegated under the previous resolutions;
 27. Authorization to the Board in order to decide a capital increase reserved for employees of the Company;
 28. Cancellation of the authorizations granted to the Board of Directors by the General Shareholders' Meeting dated October 31, 2025;
 29. Amendment to Article 17 of the bylaws;
 30. Power for formalities.

1. Authorization to reduce the share capital by cancellation of treasury shares in accordance with the provisions of article L.22-10-62 of the French Commercial Code (resolution n°19)

In this extraordinary resolution, it would be submitted to the General Meeting to authorize the Board of Directors, pursuant to article L.22-10-62 of the French Commercial Code, to acquire shares of the Company.

This authorization is linked to resolution 18 related to the authorization conferred to the Company to purchase its own shares pursuant to article L.22-10-62 of the French Commercial Code.

In this context, the Board of Director would be authorized to proceed, at any time, in one or several times, to the reduction of the share capital of the Company by cancelling shares that the Company would have acquired further to an authorization granted by the General Shareholders' Meeting, representing up to 10% of the share capital as of the date of cancellation, for periods of eighteen (18) months at a time.

This authorization would be valid for a period of **eighteen (18) months**.

2. Authorization to be given to the Board of Directors to increase the share capital by issuance of shares or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company with preferential right (resolution n°20)

Pursuant to this resolution, the General Meeting would be asked to confer to the Board of Directors the power to proceed, on one or more occasions, to capital increases with preferential subscription rights, in France or abroad, in the proportion and at the times that it shall deem fit, in euros or in any other currency or monetary unit based on several currencies, by issuing shares for value (excluding preference shares) and/or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities giving access to equity securities to be issued governed by articles L.228-91 and *seq.* of the French Commercial Code, it being specified that the subscription for shares may be made either in cash or by offset against certain debts due and payable on the Company and must be fully paid up upon subscription.

The General Meeting would be asked to set the following limits on the capital increase amounts in the event the Board of Directors uses of this authorization:

- The maximum amount of the total face value of the capital increases that may be authorized to immediately or in the future pursuant to this authorization shall be **EUR 15,000,000**, this amount being then increased by the issue premium. This maximum amount shall be deducted by the maximum authorized amount set forth in the 26th resolution.
- This maximum authorized amount shall be deducted, if applicable, by the nominal value of additional shares that may be issued in the event of new financial transactions to protect the rights of holders of securities giving access to the share capital,

The nominal amount of the debt securities thus issued may not exceed EUR 150,000,000 or their equivalent value on the date of the decision to issue, it being specified that this amount does not include the redemption premium(s) above par, if any.

The General Meeting would be asked to acknowledge that this authorization automatically entails in favor of the holder of securities giving access to Company shares to be issued in the context of this resolution the waiver by the shareholders of their preferential subscription rights to shares they would have been entitled to by such securities.

This authorization would be granted for a period of **eighteen (18) months**.

If the Board of Directors uses this authorization:

- the issuance(s) shall be reserved in priority to shareholders who may subscribe on an irreducible basis prorated to the number of shares they hold,
- the Board of Directors may, in accordance with article L.225-133 of the French Commercial Code, allocate the shares not subscribed for on an irreducible basis to shareholders who have subscribed for a number of shares higher than they could subscribe for on a preferential basis, pro-rata to their subscription right and within the limits of their requests,
- in accordance with article L.225-134 of the French Commercial Code, if the irreducible subscriptions and, if applicable, excess subscriptions have not covered the whole capital

increase, the Board of Directors may use the different options provided by law, in the order of its choice, including offering to the public all or part of the shares or, in the case of securities giving access to share capital, said unsubscribed securities, on the French market and/or abroad and/or on the international market,

- in the event of free allocation or warrants to holders of existing shares, the Board of Directors shall be entitled to decide that the fractional rights are not negotiable and that the corresponding shares will be sold,
- the Board of Directors shall have full powers to implement this authorization, with the option to 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 or issuances to be carried out pursuant to this authorization and notably set the issue price, dates, time, terms and conditions of subscription, delivery and vesting of securities within the legal or regulatory limits, provided that the price may not be lower than the Company's volume-weighted average share prices (VWAP) recorded during the twenty trading days preceding its fixation, less a discount of 20% (the issue price of securities shall be such that the sum received immediately by the Company plus, if applicable, that likely to be subsequently received by the Company may, for each share issued as a result of the issuance of these securities, be at least equal to the amount described above).
 - set, if applicable, the terms of exercise of rights attached to shares or securities convertible into shares to be issued, determine the exercise of the rights, if any, including conversion, exchange, redemption including by delivery of assets of the Company such as securities already issued by the Company,
 - collect the subscriptions and the corresponding payments, and record the completion of capital increases to the amount of shares subscribed for and proceed to the related amendments of the By-laws,
 - at its sole discretion, charge the costs of any capital increases to the amount of the related issue premium(s) and deduct from such amount the sums needed to increase the legal reserve to one tenth of the new share capital after each capital increase,
 - determine and make all adjustments to take into account the impact of the transactions on the capital of the Company, including a 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 share capital or any other transaction involving equity, and set the terms according to which, if any, the rights of holders of securities giving access to capital may be protected,
 - suspend, if need be, the exercise of share allocation rights attached to existing securities for a period not to exceed three (3) months,
 - in general take all steps and complete all formalities required for the issuance, the listing and financing of the securities issued pursuant to this authorization and the exercise of the rights attached thereto.

In the event the Board of Directors would use this authorization, it shall prepare a supplementary report to the next Ordinary General Meeting, as certified by the Statutory Auditors, describing the conditions under which it uses this authorization.

3. Authorization to be given to the Board of Directors to increase the share capital of the Company by issuance of shares or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company without preferential right in the context of a public offering (resolution n°21)

Pursuant to this resolution, the General Meeting would be asked, under the condition precedent to fulfill the terms of issuance in the context of a public offering,

- To confer powers the Board of Directors to proceed to, on one or more occasions, capital increases with preferential subscription rights through a public offering in France or abroad, in the proportion and within the time it deems fit, either in euros or in any other foreign currency or monetary unit based on several currencies, by issuance of shares for value (including, as the case may be, represented by American Depositary Shares – ADS – or American Depositary Receipts – ADR, but excluding preference shares), and/or of securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities giving access to equity securities to be issued governed by articles L.228-91 and *seq.* of the French Commercial Code, it being specified that the subscription for shares may be made either in cash or by set-off of due, liquid and payable debts on the Company and must be fully paid up upon subscription,

The securities issued could be debt securities, be combined with issuance of such securities or allow such issuance of debt securities as intermediary securities.

- To set the following limits on the capital increase amounts in the event the Board of Directors uses this authorization:
 - The maximum amount of the total face value of the capital increases that may be made immediately or in the future pursuant to this authorization shall be **EUR 15,000,000** (or its counter-value in case of issuance in another currency), this amount being then increased by the issue premium, and within the limits lay down by article L.225 -136 of the French Commercial Code. This maximum amount shall be deducted by the maximum authorized amount set forth in the 26th resolution,
 - This maximum authorized amount shall be deducted, if applicable, by the nominal amount of additional shares that may be issued, in the event of new financial transactions to protect the rights of holders of securities giving access to share capital,
- To cancel the preferential subscription right of shareholders to securities covered by this resolution,
- To acknowledge that this authorization automatically entails in favor of the holder of securities giving access to Company shares to be issued in the context of this resolution the waiver by the shareholders of their preferential subscription rights to shares they would have been entitled to by such securities.

The maximum amount of the total face value of debt securities that could be issued pursuant to this authorization would be set at the amount of EUR 150,000,000 (or its countervalue in case of issuance in another currency).

This authorization would be valid for a period of **twenty-six (26) months**.

The issue price of the securities issued under this authorization will be determined by the Board of Directors in the following conditions:

- a) The share issue price shall not be lower than the Company's volume-weighted average share prices (VWAP) recorded during the twenty trading days preceding its fixation, less a discount of 20%.
- a) the issue price of securities shall be such that the sum received immediately by the Company plus, if applicable, that likely to be subsequently received by the Company may, for each share issued as a result of the issuance of these securities, be at least equal to the amount referred to in paragraph a) above,

The Board of Directors shall have 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 or issuances that will be carried out pursuant to this authorization and in particular set the issue price (in the setting conditions specified above), date, time, terms and conditions of issuance, purchase, delivery and vesting of securities, as well as the form and characteristics of the share or securities giving access to the share capital to be issued, within the legal or regulatory limits,
- Lay down, if appropriate, the terms of exercise of rights attached to shares or securities convertible into shares to be issued, determine the terms and conditions of the exercise of the rights, if any, in particular conversion, exchange, redemption including by delivery of assets of the Company such as securities already issued by the Company,
- Collect the subscriptions and the corresponding payments, and record the completion of capital increases to the amount of shares subscribed for and proceed to the related amendment of the By-laws,
- At its discretion, charge the costs of any capital increases 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 and complete all formalities required for the issuance, the listing on the Euronext Growth market of Euronext Paris or any other regulated or non-regulated market, in France or abroad, and financing of the securities issued pursuant to this authorization and to the exercise of the rights attached thereto and to finalize the resulting share capital increase and to amend the bylaws accordingly.

If the subscriptions do not cover the total number of issued shares, the Board of Directors may limit the amount of the transaction to the amount of subscriptions, provided that it reaches at least three quarters of the issuance decided.

In the event the Board of Directors would use this authorization, it shall prepare a supplementary report to the next Ordinary General Meeting, as certified by the Statutory Auditors, describing the conditions under which it uses this authorization.

4. Authorization to be given to the Board of Directors for the issuance of shares and securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company without preferential right in the context of offering referred to in Article L.411-2, 1° of the French Monetary and Financial Code (resolution n°22)

Pursuant to this resolution, the General Meeting would be asked to authorize the Board of Directors, for a period of **eighteen (18) months** from the date of this Meeting, to decide the issuance, in France or abroad, by way of offers referred to in Section 1° of article L.411-2 of the French Monetary and Financial Code (i) shares of the Company (including, as the case may be, represented by American Depositary Shares – ADS – or American Depositary Receipts – ADR) and (ii) securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities giving access to existing shares or new shares of the Company, which may be subscribed for in cash or by offsetting receivables.

The issuance of preference shares and of securities giving immediate or future access to preference shares will be specifically excluded. The offers referred to in Section 1° of article L.411-2 of the French Monetary and Financial Code, carried out pursuant to this resolution may be associated, in the context of the same issuance or of several issuances made simultaneously to public offerings.

The General Meeting would be asked to cancel the preferential subscription right of shareholders to these shares and securities to be issued by means of offers referred to in Section 1° of article L.411-2 of the French Monetary and Financial Code as provided for in this resolution.

The maximum amount of the total face value of the capital increases, that may be made immediately or in the future pursuant to this authorization, will be limited pursuant to the provisions of **article L.225-136, 2°) of the French Commercial Code**. This maximum amount shall be deducted by the maximum authorized amount set forth in the 26th resolution.

The nominal amount of shares that may be issued in respect of adjustments made to protect the rights of holders of securities giving access to shares shall be added to the maximum authorized amount set by this resolution.

The securities giving access to shares so issued may consist of debt securities or be associated with the issuance of such securities or allow their issuance as intermediate securities. They may take the form of subordinated or non-subordinated securities with a determined or undetermined term, and

be issued in EUROS or in foreign currencies or in any monetary units established by reference to several currencies.

The nominal amount of the debt securities thus issued may not exceed EUR 150,000,000 or their equivalent value on the date of the decision to issue, it being specified that this amount does not include the redemption premium(s) above par, if any.

The duration of the loans (giving access to shares of the Company) other than those represented by perpetual securities, may not exceed fifty (50) years. The loans (giving access to shares of the Company) may bear interest at a fixed and/or a variable rate or capitalization rate, and be reimbursed, with or without premium, or depreciation, whereas securities may also be repurchased on the stock market or offered for purchase or exchange by the Company.

The securities issued may, if appropriate, be accompanied by warrants giving right to the allocation, acquisition or subscription of bonds or other securities representing debt instruments or include an option for the Company to issue debt securities (fungible or non-fungible) in payment of interest whose disbursement has been suspended by the Company.

If the subscriptions do not cover the total number of issued shares, the Board of Directors may limit the amount of the transaction to the amount of subscriptions, provided that it reaches at least three quarters of the issuance decided.

This authorization would entail the waiver by shareholders of their preferential subscription rights to shares of the Company to which the securities to be issued pursuant to this authorization may give right.

The Board of Directors should determine the characteristics, amount and terms of any issuance and of the securities issued.

In particular, it should determine the category of securities issued and set their subscription price, the date may be retroactive and, if applicable, the duration or manner of exercise of rights attached to the new shares, if any, rights to conversion, exchange, redemption, including by delivery of assets such as securities already issued by the Company; it being specified that:

- b) The share issue price shall not be lower than the Company's volume-weighted average share prices (VWAP) recorded during the twenty trading days preceding its fixation, less a discount of 20%.
- c) The issue price of securities shall be such that the sum received immediately by the Company plus, if applicable, that likely to be subsequently received by the Company may, for each share issued as a result of the issuance of these securities, be at least equal to the amount referred to in paragraph "a)" above.

The Board of Directors may, if need be, amend the terms of the securities issued or to be issued under this resolution during the life of the securities and in compliance with applicable formalities.

The Board of Directors may also, if need be, make any adjustments to take into account the impact of the transactions on the share capital of the Company, especially in the event of any change in the par value, any capital increase by incorporation of reserves, any allocation of free shares, any stock split or reverse stock split, any distribution of reserves or of any other assets, amortization of capital, or any other capital transaction (including potential changes in the control of the Company) or equity

transaction, and fix the terms according to which, if need be, the rights of holders of securities giving access to capital shall be protected.

The Board of Directors should have full powers to implement this resolution, 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, including by entering into any agreement for this purpose, especially to successfully complete any issuance, and to proceed to, on one or more occasions, and in such amounts and at the time it deems appropriate, the aforementioned issuances, as well as, if need be, to delay such, acknowledge its completion and proceed to the related amendments of the By-laws, and to carry out all formalities and declarations and request all authorizations that may be necessary for the completion and the proper performance of the issuances, and the admission to trading on the stock market of the new shares.

The Board of Directors may, at its sole discretion, charge the costs of any capital increases to the amount of issue premium(s) and deduct from this amount the sums needed to increase the legal reserve to a tenth of the new capital after each capital increase,

Suspend, if need be, the exercise of the share allocation rights attached to the existing securities for a period not to exceed three (3) months.

In the event the Board of Directors would use this authorization, it shall prepare a supplementary report to the next Ordinary General Meeting, as certified by the Statutory Auditors, describing the conditions under which it uses this authorization.

5. Authorization to be given to the Board of Directors to increase the share capital by issuance of shares and/or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities granting access to the share capital of the Company without preferential right for the benefit of a category of persons in accordance with the provisions of article L.225-138 of the French commercial Code (resolution n°23)

Pursuant to this resolution, the General Meeting would be asked to authorize the Board of Directors proceed to capital increases in France or abroad, in one or more times, in the proportion and at the times it deems appropriate, either in Euros or any other currency or monetary unit based on several currencies by issuing shares (excluding preference shares) and/or securities that are equity securities giving access to other shares or entitling the allocation of debt securities and/or securities giving access to equity securities to BE issued governed by articles L.228-91 and *seq.* of the French Commercial Code, it being specified that subscriptions for shares or other securities may be made either in cash or by offsetting debts due and payable on the Company and must be fully paid up upon subscription.

The General Meeting would be asked to set the following limits on the amounts of capital increases that may be carried out by the Board of Directors of this authorization:

- The maximum amount of the total face value of the capital increases that may be made immediately or in the future pursuant to this authorization shall be **EUR 15,000,000**, this amount being then increased by the issue premium. This maximum amount shall be deducted by the maximum authorized amount set forth in the 26th resolution
- This maximum authorized amount shall be deducted, if applicable, by the nominal amount of the additional shares to be issued, in the event of new financial transactions to protect the rights of holders of securities giving access to the capital.

The nominal amount of the debt securities thus issued may not exceed EUR 150,000,000 or their equivalent value on the date of the decision to issue, it being specified that this amount does not include the redemption premium(s) above par, if any.

The General Meeting would be asked to cancel the preferential subscription right of shareholders to securities covered by this authorization in favor of

- investment companies and investment funds existing under French or foreign law (including, without limitation, any investment fund or venture capital/investment company, in particular any FPCI, FCPR, FIP or holding company) investing on a regular basis in the technology, biotechnology, pharmaceutical or medical sector, participating in the share issuance for a unit investment amount greater than EUR 150,000 (share issue premium included),
- companies or financial institutions operating in the technological, biotechnological, pharmaceutical or medical sector subscribing to shares in the share capital of the Company upon the signature of an agreement with the Company, for a unit amount of investment greater than EUR 150,000 (share issue premium included).

This authorization implies for the benefit of holders of securities convertible into shares of the Company to be issued under this resolution, the full and express waiver by shareholders of their preferential subscription rights to shares to which such securities will give right to.

The issue price of the securities issued under this authorization will be set by the Board of Directors under the following conditions:

- a) The share issue price shall not be lower than the Company's volume-weighted average share prices (VWAP) recorded during the twenty trading days preceding its fixation, less a discount of 20%.
- a) the issue price of securities shall be such that the sum received immediately by the Company plus, if applicable, that is likely to be subsequently received by the Company may, for each share issued as a result of the issuance of these securities, be at least equal to the amount referred to in paragraph "a)" above.

This authorization will be given for a period of **eighteen (18) months**.

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

- Determine, within the category specified above, the list of beneficiaries who may subscribe for securities issued and the number of shares to be allocated to each of them, within the limits mentioned above.
- Set the amount of the issuance or issuances that will be carried out pursuant to this authorization and notably set the issue price (in the setting conditions specified above), date, time, terms and conditions of purchase, delivery and vesting of securities, within the legal or regulatory limits,

- Lay down, if appropriate, the terms of exercise of rights attached to shares or securities convertible into shares to be issued, determine the exercise of the rights, if any, including conversion, exchange, redemption including by delivery of assets of the Company such as securities already issued by the Company,
- Collect the subscriptions and the corresponding payments, and record the completion of capital increases to the amount of shares subscribed and proceed to the relevant amendment of the By-laws,
- At its own discretion, charge the costs of any capital increases 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 transactions on the capital of the Company, including modification of the par value of the 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 capital or any other transaction involving equity, and set the terms according to which, if any, the rights of holders of securities giving access to capital shall be protected,
- Suspend, if need be, the exercise of share allocation rights attached to existing securities for a period not to exceed three (3) months,
- In general, take all steps and complete all formalities required for the issuance, listing and financing of the securities issued pursuant to this authorization and the exercise of the rights attached thereto.

If the subscriptions do not cover the total number of issued shares, the Board of Directors may limit the amount of the transaction to the amount of subscriptions, provided that it reaches at least three-quarters of the issue decided.

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

6. Authorization to be given to the Board of Directors to decide on the issuance of shares and/or securities giving immediate or future access to ordinary shares to be issued to one or more individuals specifically designated by the Board of Directors, without preferential right (resolution n°24)

In accordance with the provisions of Article L.22-10-52-1 of the French Commercial Code, as amended by Law 2024-537, the General Meeting will be asked to decide, subject to the required quorum and majority conditions for extraordinary general meetings, and in compliance with the provisions of Articles L. 225-129 and following, and in particular Articles L. 225-129-2, L. 225-132, L. 225-135, L. 225-138, Articles L. 22-10-49 and L. 22-10-52-1 of the Commercial Code, after having reviewed the report of the Board of Directors and the special report from the Auditors, and after having verified that the share capital is fully paid up:

To delegate to the Board of Directors the authority to decide and carry out the issuance, in one or more transactions, in France or abroad, and in such proportions and at such times as it deems appropriate, subject to the conditions and limits outlined below:

- a) Shares of the Company; and/or
- b) Securities of any kind, issued for consideration or free of charge, providing immediate or future access to existing or to-be-issued shares of the Company,

with the waiver of the preferential subscription rights and issued to one or more people specifically designated by the Board of Directors.

To decide, if necessary, that subscriptions may be made either in cash, by offsetting debts, or by a combination of both methods.

To decide that the subscription for shares and/or securities giving access to capital will be made in favor of one or more specifically designated individuals, and to delegate to the Board of Directors all powers necessary to designate these individuals.

To decide that the issuances authorized by the Board of Directors under this delegation must comply with the capital increase ceiling in accordance with Article L.22-10-52-1 of the Commercial Code. This ceiling will be charged against the overall ceiling set in Resolution 26.

To decide to waive the preferential subscription rights of shareholders with respect to shares and securities giving access to capital that may be issued under this resolution.

To acknowledge that the decision to issue securities giving access to capital will automatically result, for the holders of such securities, in a waiver by shareholders of their preferential subscription rights to the shares to which these securities entitle them, in accordance with Article L. 225-132 of the Commercial Code.

To decide that the issue price of shares issued under this delegation will be determined by the Board of Directors in accordance with applicable regulations at the time of the use of this delegation.

To decide that the issue price of securities giving access to capital will be such that the sum immediately received by the Company, and if applicable, the sum potentially received later, will be at least equal to the minimum issue price defined above for each share issued as a result of the issuance of these securities.

To decide that the Board of Directors will have all necessary powers, with the possibility of sub-delegation in accordance with applicable legal and regulatory conditions, to implement this delegation of authority, and in particular to:

- Determine the terms, conditions, and modalities, including the dates, of the issuance of shares and/or securities giving access to capital to be issued, including the number and characteristics of the securities to be issued under this resolution, including debt securities, their rank, interest rate, payment terms, currency of issuance, duration, and redemption and amortization conditions;
- Designate the individual(s) in favor of whom the issuance of shares and/or securities giving access to capital is reserved, in accordance with Article L.22-10-52-1 of the Commercial Code;
- Set the enjoyment date, even retroactive, of the securities issued under this resolution;
- Set the terms under which the Company may, if applicable, repurchase or exchange the securities issued under this resolution;
- suspend, if necessary, the exercise of subscription rights to the Company's shares attached to the securities, in accordance with applicable regulations;

- Determine the terms under which the rights of holders of securities giving access to capital or other rights giving access to capital will be preserved, in accordance with applicable legal and regulatory provisions and the terms of said securities;
- If necessary, amend the terms of the securities issued under this resolution during their life, in compliance with applicable formalities;
- Charge, if deemed appropriate, the costs, duties, and fees incurred from the issuances against the corresponding premiums after each issuance;
- Seek the admission of the securities issued under this resolution to trading wherever it deems appropriate;
- And more generally, take any necessary measures or steps, conclude all agreements, seek all necessary approvals, perform all formalities, and do what is necessary to ensure the success of the contemplated issuances or to defer them, including acknowledging the capital increases resulting immediately or in the future from any issuance made under this delegation and making the corresponding amendments to the bylaws;
- Acknowledge that the Board of Directors will report to the next ordinary general meeting, in accordance with the law and regulations, on the use of this delegation granted under this resolution. This delegation is granted for a period of eighteen (18) months from the date of this meeting.

7. Authorization to be given to the Board of Directors in order to increase the number of shares to be issued in the event of an increase in capital with or without preferential rights (resolution n°25)

Pursuant to this resolution, the General Meeting would be asked to delegate to the Board of Directors its powers to, by authorization to the General Manager or, as mutually agreed with him, to one or more General Managers, under the conditions laid down by the law, to implement this authorization, in order to increase the number of shares to be issued in case of increase of the share capital of the Company with or without preferential subscription rights, at the same price as that used for the initial issuance, within thirty (30) days of the closing of the subscription and within the limit of fifteen percent (15%) of the initial issuance resulting from the authorizations used resulting from Resolutions 20 to 24.

This authorization will be given for a period of **eighteen (18) months**.

8. Setting of an aggregate upper limit for capital increases delegated under the previous resolutions (resolution n°26)

Pursuant to this resolution, it is proposed that the maximum nominal amount of capital increases that may be realized immediately or in the future by virtue of the authorizations mentioned in resolutions from 20 to 24 is set at **EUR 15,000,000** without premium. The other delegations provide for their own upper limit for capital increases.

9. Authorization to be given to the Board of Directors to decide a share capital increase reserved to the employees of the Company (resolution n°27)

According to the provisions of article L.225-129-6 of the French Commercial Code, we ask you to grant powers to the Board of Directors, within the framework of the resolutions hereinabove, to increase, pursuant to the provisions provided for in articles L.3332-18 to L.3332-24 of the French Labor Code, the share capital by a maximum nominal amount of 1% of the Company's share capital by creating and issuing new shares with a par value of five cents (€ 0.05) each.

We propose to confer all powers to the Board of Directors for the purpose of determining the time at which the capital increase shall be completed as well as the terms and conditions of such completion, in particular to determine the conditions and calendar of the exercise, fix the subscription price of the shares, and the subscription calendar, in accordance with the aforementioned legal provisions.

In this context, we also propose to confer to the Board of Directors all powers needed to decide and execute any deeds, take any measures and carry out any formalities required to finalize the thereby authorized capital increase transaction, and proceed to the amendments of Company's bylaws as required by the execution of the share capital increase.

We also propose to remove the preferential subscription rights reserved to shareholders pursuant to article L.225-132 of the French Commercial Code and to allocate the subscription right to the new ordinary shares to be issued for the benefit of the employees of the Company.

We inform you that this resolution is only proposed in order to comply with a statutory requirement but considering the Company's current development stage, we advise that you reject this resolution.

10. Cancellation of the authorizations granted to the Board of Directors by the General Shareholders' Meeting dated October 31, 2025 (resolution n°28)

Given the new proposed resolutions under this resolution the Meeting shall be asked to cancel the unused portion of each of the authorizations granted by the Extraordinary General Meeting held on October 31, 2025 in resolutions from 2 to 7.

11. Amendment of Article 17 of the Company's bylaws (resolution n°29)

Following the amendment of Article R 22-10-28 of the French Commercial Code, which has been applicable since 16 February 2026 and now sets the record date on which shareholders must prove their right to attend general meetings, the Board of Directors proposes that Article 17 of the bylaws be amended.

To this end, we propose that Article 17 of the Company's bylaws be amended as follows:

« (...)

In accordance with applicable regulations, the right to participate in General Meetings is now subject to the registration of shares in the name of the shareholder or of the intermediary recorded on his behalf, on the ~~second~~ fifth business day preceding the meeting at midnight, Paris time, either in the accounts of registered shares held by the company or, where appropriate, in the accounts of bearer shares held by the authorized intermediary. The registration or recording of bearer shares is evidenced by a certificate of participation issued by the intermediary account.

(...) »

The remainder of Article 17 remains unchanged.

12. Powers for formalities (resolution n°30)

This resolution covers the usual powers granted for formalities.

* * *

We propose to grant all powers to the bearer of a copy or extract of the minutes herein to proceed with the legal formalities.

The impact of the above-mentioned capital increases on the equity share held by each of the Company's current shareholders is presented in the table attached to this report.

The impact of capital increases delegated to the Board on the equity share held by each of the existing shareholders of the Company will be presented in the annex or complementary report(s) that the Board of Directors will upon using such authorizations.

We now invite you to listen to the reading of the various reports of your Auditor.

If you agree with the proposals submitted to you, we suggest that you confirm this by your vote.

The Board of Directors