

EXOSENS

Public limited company with a Board of Directors

Share capital: €21,582,584.60

Head office: Domaine de Pelus - Axis Business Park

Bât 5 E - 18 Avenue de Pythagore

33700 Mérignac

R.C.S. Bordeaux 895 395 101

COMBINED GENERAL MEETING

23 MAY 2025

AGENDA

Resolutions submitted to the Ordinary General Meeting :

Approval of the parent company financial statements for the year ended 31 December 2024 (Resolution no. 1) ;

Approval of the consolidated financial statements for the year ended 31 December 2024 (Resolution no. 2) ;

Appropriation of net income for year ended 31 December 2024 (Resolution no. 3) ;

Approval a guarantee and investment *Underwriting Agreement* during year ended 31 December 2024, in accordance with Articles L. 225-38 et seq. of the French Commercial Code (Resolution no. 4) ;

Appointment of a new Director (Resolution no. 5) ;

Approval of the Directors' remuneration policy for the 2025 financial year (Resolution no. 6) ;

Approval of the remuneration policy applicable to Jérôme Cerisier, Chief Executive Officer for the 2025 financial year (Resolution no. 7) ;

Approval of the fixed, variable and exceptional components of the total remuneration and benefits of any kind paid during the financial year ended 31 December 2024, or awarded in respect of the same financial year, to Mr Jérôme CERISIER, Chief Executive Officer of the Company (Resolution no. 8) ;

Approval of the information referred to Article L. 22-10-9, I of the French Commercial Code, pursuant Article L. 22-10-34, I of the French Commercial Code (Resolution no. 9) ;

Authorisation and powers to be granted to the Board of Directors to enable the Company to trade in its own shares (Resolution no. 10) ;

Extraordinary General Meeting :

Authorisation for the Board of Directors to reduce the Company's share capital by cancelling treasury shares (Resolution no. 11) ;

Delegation of authority to the Board of Directors to increase the share capital by capitalisation of reserves, profits, premiums or any other amount that may be capitalised (Resolution no. 12) ;

Delegation of authority to the Board of Directors to increase the share capital by issuing, with pre-emptive subscription rights, shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allotment of debt securities and/or securities giving access to equity securities to be issued (Resolution 13) ;

Delegation of authority to the Board of Directors to increase the share capital by issuing, without pre-emptive subscription rights, shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allotment of debt securities and/or securities giving access to equity securities to be issued with a mandatory priority subscription period, in the context of public offers other than those covered by Article L. 411-2 of the French Monetary and Financial Code (Resolution 14) ;

Delegation of authority to the Board of Directors to increase the share capital by issuing, without pre-emptive subscription rights, shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allotment of debt securities and/or securities giving access to equity securities to be issued with an optional priority subscription period, in the context of public offerings other than those covered by Article L. 411-2 of the French Monetary and Financial Code (Resolution no. 15) ;

Delegation of authority to the Board of Directors to increase the share capital by issuing, without pre-emptive subscription rights, shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allotment of debt securities and/or securities giving access to equity securities to be issued, in connection with public offers governed by 1° of Article L. 411-2 of the French Monetary and Financial Code (Resolution no. 16) ;

Authorisation for the Board of Directors to increase the amount of issues with or without preferential subscription rights (Resolution 17) ;

Delegation of authority to the Board of Directors to increase the share capital by issuing shares and/or equity securities giving access to other equity securities and/or giving entitlement to the allotment of debt securities and/or securities giving access to equity securities to be issued, in consideration for contributions in kind (Resolution no. 18) ;

Authorisation given to the Board of Directors to allocate shares in the Company to officers and employees of the Company and related companies, automatically entailing the waiver by shareholders of their pre-emptive subscription rights (Resolution no. 19) ;

Authorisation given to the Board of Directors to grant options to subscribe for or purchase ordinary shares in the Company to officers and employees of the Company and related companies (the "Options") in accordance with the provisions of Articles L. 225-177 et seq. of the French Commercial Code, automatically entailing the waiver by shareholders of their pre-emptive subscription rights (Resolution no. 20) ;

Authorisation granted to the Board of Directors to issue warrants to subscribe for ordinary shares (the "BSAs"), in accordance with the provisions of Articles L. 228-92 and L. 225-135 et seq. of the French Commercial Code, to the corporate officers and employees of the Company and related companies, involving the waiver by shareholders of their pre-emptive subscription rights (Resolution no. 21) ;

Delegation of authority to the Board of Directors to increase the share capital without pre-emptive subscription rights by issuing shares in the Company reserved for members of a company savings scheme (Resolution no. 22) ;

Delegation of authority to the Board of Directors to increase the share capital by issuing shares without pre-emptive subscription rights for a specified category of beneficiaries (Resolution no. 23) ;

Amendment to Article 17 of the Articles of Association (Resolution no. 24) ;

Resolutions submitted to the Ordinary General Meeting :
Powers to be granted to carry out formalities (Resolution 25).