

Agenda of the Annual General Shareholders  
Meeting of 24 March 2026

And

Draft of the Resolutions of the Annual General  
Shareholders Meeting of 24 March 2026

## AGENDA AND DRAFT RESOLUTIONS OF THE SHAREHOLDERS' MEETING OF MARCH 24, 2026

### Agenda

#### Ordinary Part

1. Approval of the financial statements for the financial year ended on 31 December 2025 and discharge to all Directors;
2. Approval of the consolidated financial statements for the financial year ended on 31 December 2025;
3. Allocation of the financial result for the financial year ended on 31 December 2025;
4. Approval of the remuneration policy and determination of the amount of the total maximum annual remuneration to be allocated to the Board of Directors for the 2026 financial year;
5. Approval of the information mentioned in Article L. 22-10-9 of the French Commercial Code concerning the remuneration paid or awarded to the corporate officers for the 2025 financial year;
6. Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. Joachim Kreuzburg, Chairman of the Board of Directors for the 2025 financial year from January 1, 2025 to June 30, 2025;
7. Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. Michael Grosse, Chairman of the Board of Directors for the 2025 financial year from July 1, 2025 to December 31, 2025;
8. Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to the Chief Executive Officer for the 2025 financial year;
9. Approval of the remuneration policy of the Chairman of the Board of Directors for the 2026 financial year;
10. Approval of the remuneration policy of the Chief Executive Officer for the 2026 financial year;
11. Ratification of the co-optation of Mr. Michael Grosse as Director;
12. Authorization granted to the Board of Directors to enable the Company to trade in its own shares;

#### Extraordinary Part

13. Amendments to article 17 of the Company's articles of association;
14. Delegation of authority granted to the Board of Directors to issue shares without preferential subscription rights of the shareholders, to named beneficiaries;
15. Delegation of authority granted to the Board of Directors to reduce the capital in accordance with Article L. 22-10-62 of the French Commercial Code.

# Resolutions submitted to the Ordinary Shareholders' Meeting

## First resolution

*(Approval of the Company's financial statements for the financial year ended on 31 December 2025 and discharge to all Directors)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the Company's financial statements for the financial year ended on 31 December 2025, the report of the Board of Directors and the report of the Statutory Auditors concerning these financial statements, approves the Company's financial statements for the financial year ended on 31 December 2025, which disclosed a net profit of €57,326,608 as presented, and the transactions reflected in these financial statements or summarized in these reports.

As a result, the Shareholders' Meeting grants full and unreserved discharge to the Directors for the execution of their management duties for said financial year.

The Shareholders' Meeting asserts that no overall expenses referred to in Article 39, 4° of the French Tax Code were noted.

## Second resolution

*(Approval of the consolidated financial statements for the financial year ended on 31 December 2025)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the consolidated accounts for the financial year ended on 31 December 2025, the report of the Board of Directors and the report of the Statutory Auditors concerning these consolidated accounts, approves the consolidated financial statements for the financial year ended on 31 December 2025, which disclosed a net profit of €265,953,000 as presented, and the transactions reflected in these financial statements or summarized in these reports.

## Third resolution

*(Allocation of the financial result for the financial year ended on 31 December 2025)*

The Shareholders' meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, decides to allocate as follows, the net profit for the financial year ended on 31 December 2025:

Net profit of the year 2025: €57,326,608

Previous retained earnings: €163,118,941

Distributable profit: €220,445,549

Total amount of dividends<sup>1</sup>: €67,134,529 (excluding treasury shares)

Balance resulting from disbursement: €153,311,020

<sup>1</sup>The total amount of dividends of €67,134,529 was calculated on the basis of the number of shares (less the treasury shares) entitled to dividends as of December 31, 2025 (i.e. 97,296,419 shares). The total amount of dividends will be adjusted to take into account the number of shares held by the Company (i.e., treasury shares) on the dividend payment date that are not entitled to dividends and, where applicable, any new shares entitled to dividends issued by the Company after 31 December 2025.

Each share of the company with a nominal value of €0.20 will entitle its holder to a payment of a net dividend valued at €0.69.

The dividend will be paid as from April 2, 2026.

Prior to the payment of dividends, the Board of Directors or, by delegation, the Chief Executive Officer, will acknowledge the number of shares held by the Company (i.e., treasury shares) and the number of additional shares issued after 31 December 2025. The sums required to pay dividends attached to the shares issued during this period will be taken from the “Retained earnings” account.

The Shareholders’ Meeting notes that for individual shareholders domiciled for tax purposes in France and who do not hold their shares in a share savings plan (“*plan d’épargne en actions*”), dividends received are subject, pursuant to Article 200 A, 1 of the French Tax Code (“*prélèvement forfaitaire unique*”), to a single flat-rate withholding tax of 12.8%, or such income may be taxed at the progressive income tax rate at the shareholder's option. In the latter case, dividends are eligible for the 40% allowance referred to in Articles 158 3 2° and 243 bis of the French Tax Code. In both cases, when dividends are paid, they are subject to a non-discharging withholding tax at the rate of 12.8% as an advance payment of personal income tax, which is deducted from the final tax due.

However, in accordance with the third paragraph of Article 117 quater, I-1 of the French Tax Code, individuals belonging to a tax household whose reference tax income is less than €50,000 for single, divorced or widowed taxpayers or € 75,000 for taxpayers subject to joint taxation, may request exemption from this 12.8% non-discharging withholding tax under the conditions provided for in Article 242 quater of the French Tax Code.

In addition, for individual shareholders domiciled in France for tax purposes, dividends paid are in any cases subject to social security contributions at a rate of 18.6% (as of January 1, 2026, being the effective date of entry into force of Law No. 2025-1403 of December 30, 2025 on social security budget for 2026 – previously 17.2%).

Furthermore, pursuant to Article 223 sexies of the French Tax Code, individual shareholders belonging to a tax household whose reference tax income is higher than €250,000 for single, divorced or widowed taxpayers or € 500,000 for taxpayers who are jointly taxed may be subject to an additional taxation at a 3% or 4% rate (“*contribution exceptionnelle sur les hauts revenus*”).

Finally, Article 224 of the French Tax Code, introduced by Law No. 2025-127 of February 14, 2025 on finance for 2025, establishes a differential contribution on high incomes (CDHR), whose purpose is to ensure a minimum tax rate of 20% for a taxpayer with respect to income tax.

The rules referred to above are likely to be affected by possible legislative changes that could have retroactive effects or apply to the year or financial year in progress on the date of the contemplated distribution.

The Shareholders’ Meeting notes, in accordance with the provisions of Article 243 bis of the French Tax Code, that the dividends paid in respect of the last three financial years were as follows:

Financial year	Total amount of dividends	Amount eligible for the 40% allowance	Amount not eligible for the 40% allowance	Dividend per share
Dec. 31, 2024	€67,136,877	€67,136,877	€0	€0.69
Dec. 31, 2023	€67,147,197	€67,147,197	€0	€0.69
Dec. 31, 2022	€132,721,775	€132,721,775	€0	€1.44

## Fourth resolution

*(Approval of the remuneration policy and determination of the amount of the total maximum annual remuneration to be allocated to the Board of Directors for the 2026 financial year)*

The Shareholder's Meeting, pursuant to Articles L. 225-45, L. 22-10-8 and L. 22-10-14 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings:

- approves the remuneration policy applicable to the directors and the terms and conditions of the distribution of the amount to be allocated by the Shareholders' Meeting; and
- sets the total maximum annual amount of directors' remuneration at € 620,000 to be distributed among the directors in respect of the financial year ending 31 December 2026 in accordance with the policy approved above.

## Fifth resolution

*(Approval of the information mentioned in Article L. 22-10-9 of the French Commercial Code concerning the remuneration paid or awarded to the corporate officers for the 2025 financial year)*

The Shareholders' Meeting, pursuant to Article L. 22-10-34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the information mentioned in Article L. 22-10-9 of the French Commercial Code concerning the remuneration paid or awarded to the corporate officers for the 2025 financial year as described in the corporate governance report of the Board of Directors.

## Sixth resolution

*(Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. Joachim Kreuzburg, Chairman of the Board of Directors for the 2025 financial year from January 1, 2025 to June 30, 2025)*

The Shareholders' Meeting, pursuant to Article L. 22-10-34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. Joachim Kreuzburg, Chairman of the Board of Directors, for the 2025 financial year from January 1, 2025 to June 30, 2025.

## Seventh resolution

*(Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. Michael Grosse, Chairman of the Board of Directors for the 2025 financial year from July 1, 2025 to December 31, 2025)*

The Shareholders' Meeting, pursuant to Article L. 22-10-34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. Michael Grosse, Chairman of the Board of Directors, for the 2025 financial year from July 1, 2025 to December 31, 2025.

## Eighth resolution

*(Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to the Chief Executive Officer for the 2025 financial year)*

The Shareholders' Meeting, pursuant to Article L. 22-10-34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds paid or awarded to Mr. René Fáber, Chief Executive Officer, for the 2025 financial year.

## Ninth resolution

*(Approval of the remuneration policy of the Chairman of the Board of Directors for the 2026 financial year)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the corporate governance report of the Board of Directors, pursuant to Article L. 22-10-8 of the French Commercial Code, approves the remuneration policy of the Chairman of the Board of Directors for the 2026 financial year, as described in the corporate governance report of the Board of Directors.

## Tenth resolution

*(Approval of the remuneration policy of the Chief Executive Officer for the 2026 financial year)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the corporate governance report of the Board of Directors, pursuant to Article L. 22-10-8 of the French Commercial Code, approves the remuneration policy of the Chief Executive Officer for the 2026 financial year, as described in the corporate governance report of the Board of Directors.

## Eleventh resolution

*(Ratification of the co-optation of Mr. Michael Grosse as Director)*

The Shareholders' Meeting, voting in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, having considered the report of the Board of Directors, ratifies the co-optation of Mr. Michael Grosse as Director of the Company carried out by the Board of Directors on June 17, 2025 to replace Mr. Joachim Kreuzburg, who has resigned with effect from July 1, 2025, for the remainder of Mr. Joachim Kreuzburg's term of office, i.e. until the end of the shareholders' meeting of 2027 convened to approve the financial statements for the financial year ended on 31 December 2026.

## Twelfth resolution

*(Authorization granted to the Board of Directors to enable the Company to trade in its own shares)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, having considered the report of the Board of Directors, in compliance with the provisions of Articles L. 22-10-62 et seq. of the French Commercial Code, the directly applicable provisions of the European Commission regulation no. 2273/2003 of December 22, 2003, the General regulation of the Autorité des marchés financiers (AMF – Financial Markets Authority), and the market practices accepted by the AMF:

1. authorizes the Board of Directors, having the right to sub-delegate in compliance with applicable laws and regulations, to make the Company acquire, hold, or transfer, on one or more occasions, shares of the Company in connection with the implementation of a share buyback program subject to the provisions of Articles L. 22-10-62 et seq. of the French Commercial Code;
2. decides that the acquisition, sale or transfer of such shares may be achieved by any means on the market or over-the-counter, including through the acquisition of blocks of shares; these means include the use of any derivative financial instrument traded on a regulated market or over-the-counter or the delivery of shares as a result of the issuance of securities giving access to the Company's capital through conversion, exchange, redemption, exercise of a warrant or in any other manner either directly or through an investment service provider; the maximum share of the capital acquired or transferred in blocks may reach the entire program; these transactions may be carried out at any time, including during periods of public offer on the capital of the Company, in compliance with the regulations in force;
3. decides that the share buyback program will have, in order of priority, the following objectives:
  - to promote liquidity and stimulate the market price of the Company's shares under a liquidity contract in accordance with the AMAFI Code of Ethics recognized by the AMF;
  - the cancellation of all or part of the shares thus purchased, within the maximum legal limit of 10% of the total number of shares composing the capital, for a period of twenty-four (24) months, pursuant to the fifteenth (15<sup>th</sup>) resolution of this Shareholders' Meeting and subject to the adoption of the fifteenth (15<sup>th</sup>) resolution;
  - the delivery of shares (for exchange, payment or otherwise) in the context of external growth, merger, demerger or contributions;
  - the delivery of shares upon the exercise of rights attached to securities giving access to the capital by redemption, conversion, exchange, exercise of a warrant or in any other manner;
  - the delivery of shares to its corporate officers and employees as well as those of companies affiliated to it, under the conditions and in the terms provided for by law, particularly in the context of stock option plans, free granting plans of issued or to be issued shares or company or inter-companies saving plans;
  - the conservation of the shares for purposes of patrimonial and financial management.
4. decides that the terms and conditions of the share buyback program are the followings:
  - duration of the program: a maximum of 18 months, starting from the date of this Shareholders' Meeting and expiring on the date when any shareholders' meeting of the Company adopts a new share buyback program or, alternatively, on September 24, 2027;
  - maximum percentage: 0.10% of the share capital, i.e. 97,330 shares on the basis of 97,330,405 shares making up the share capital on 31 December 2025; it being specified that this limit applies to an amount of the share capital of the Company, which may be adjusted by the Board of Directors to take account of transactions affecting the share capital after 31 December 2025, the acquisitions made by the Company cannot in any case cause it to hold, directly or indirectly through its subsidiaries, more than 10% of its share capital; when the shares are acquired within the frame of a liquidity contract concluded with an investment firm in order to encourage the liquidity of the Company's shares under the conditions defined by the AMF's general regulations, the number of shares taken into account for the calculation of this limit will correspond to the number shares purchased net of the number of shares resold during the term of the authorization;
  - maximum share purchase price (excluding fees and commissions): €485, i.e. a maximum theoretical amount allocated to the share buyback program of €47,205,050 on the basis of the maximum percentage of 0.10%, excluding trading costs, the maximum theoretical amount will be adjusted by the Board of Directors to take into account transactions affecting the share capital after 31 December 2025.

5. decides that the dividends attached to the treasury shares of the Company shall be allocated to the retained earnings account;
6. grants all necessary powers to the Board of Directors, with right to sub-delegate in compliance with applicable laws and regulations, to implement this authorization and in particular to establish the terms and conditions of the share buy-back program in compliance with applicable laws and with the present resolution, and notably to proceed, as the case may be, with any adjustment required by transactions on the share capital; to place any purchase order on the stock market; to enter any agreement, notably for the keeping of registers of sale and purchase of shares, to make any and all declarations to the AMF and any other organization, to carry out all formalities, and more generally, to take all appropriate measures.
7. this delegation invalids, in the future, the delegation granted by the shareholders' meeting of March 25, 2025 in its eighteenth (18<sup>th</sup>) resolution.

## Resolutions submitted to the Extraordinary Shareholders' Meeting

### Thirteenth resolution

*(Amendments to article 17 of the Company's articles of association)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to extraordinary shareholders' meetings, having considered the report of the Board of directors, decides to amend Article 17 of the Company's articles of association as follows:

Old version	New version
<p><i>"Article 17: Meetings and decisions of the Board of Directors</i></p> <p>(...)</p> <p><i>17.3 - The board of directors shall deliberate validly only if at least half of the directors are present or represented.</i></p> <p><i>The decisions of the board are taken by a majority of the members present or represented.</i></p> <p><i>The chairman of the board has the casting vote.</i></p> <p>(...)</p> <p><i>17.6 - The board of directors' deliberations are recorded in minutes held in accordance with the applicable</i></p>	<p><i>"Article 17: Meetings and decisions of the Board of Directors</i></p> <p>(...)</p> <p><i>17.3 - The board of directors shall deliberate validly only if at least half of the directors are present or represented.</i></p> <p><i>The decisions of the board are taken by a majority of the members present, <u>deemed to be present</u> or represented.</i></p> <p><i>The chairman of the board has the casting vote.</i></p> <p>(...)</p> <p><i>17.6- On the initiative of the chairman of the board, the board of directors may take decisions by written consultation</i></p>

laws. The minutes are signed by the acting chairman and by one or two directors.

Copies or excerpts of the minutes of the board of directors' deliberations shall be validly certified by the chairman or by the CEO."

of its members, with the exception of decisions relating to the approval of the annual and half-yearly financial statements and the drafting of the annual report and the report on sustainability disclosures.

Any director may, within the period provided for in the notice of meeting, object to the use of a written consultation. In the event of any objection, the chairman of the board shall inform the directors without delay and convene a board of directors.

From the date of receipt of the written consultation, the directors may give their opinion by any written means, including electronically, within the time limit set out in the notice of meeting. If the directors fail to respond to the written consultation to the chairman of the board within the time limits and in accordance with the terms of the consultation, they will be deemed to be absent and not to have participated in the decisions.

Decisions may be adopted only if at least half of the directors have participated in the written consultation, and only by a majority of the members participating in this consultation.

The internal regulations of the board of directors shall specify the other procedures for the written consultation not defined by the legal and regulatory provisions in force or by these articles of association.

17.7 - The directors may also vote by correspondence using a form under the conditions provided for by the legal and regulatory provisions in force and by the internal regulations of the board of directors.

17.8 - The board of directors' deliberations are recorded in minutes held in accordance with the applicable laws. The minutes are signed by the acting chairman and by one or two directors.

	<i>Copies or excerpts of the minutes of the board of directors' deliberations shall be validly certified by the chairman or by the CEO."</i>
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## Fourteenth resolution

*(Delegation of authority granted to the Board of Directors to issue shares, without preferential subscription rights of the shareholders, to named beneficiaries)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to the extraordinary shareholders' meetings, having considered the Board of Directors' report and the Statutory Auditors' special report and noted that the share capital has been fully paid-up, and in accordance with the provisions of Articles L. 225-129, L. 225-129-2 and L. 225-138 of the French Commercial Code:

1. delegates its authority to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to proceed, in one or several times, in the proportion and at the times it considers appropriate, with the issuance of shares, other than preference shares, without preferential subscription rights of the shareholders, to the following named beneficiaries:
  - (a) Unicorn-Biotech Holding GmbH, a limited liability company (*Gesellschaft mit beschränkter Haftung*), duly incorporated and validly existing under the laws of Austria, with its corporate seat in Vienna, Austria and its business address at Czerninplatz 4, A-1020 Vienna, Austria, registered with the commercial register of commercial court Vienna (*Handelsgericht Wien*) under registration number FN 492247 v ("Unicorn-Biotech");
  - (b) META Ingenium, družba tveganega kapitala, d.O.O., a limited liability company, duly incorporated and validly existing under the laws of Slovenia, with its corporate seat in Ljubljana, Slovenia and its business address at Trdinova ulica 9, 1000 Ljubljana, Slovenia, registered with the Slovenian court/commercial register under no. 3719669000 ("META Ingenium"); and/or
  - (c) any person affiliated with Unicorn-Biotech and/or META Ingenium (a person or entity that directly or indirectly controls, is controlled by, or is under common control with, another person or entity, within the meaning of Article L. 233-3 of the French Commercial Code);
2. decides that the nominal amount of the share capital increase or share capital increases that may be carried out immediately or in the future pursuant to this delegation of authority shall not exceed a maximum amount of two hundred ninety-seven thousand four hundred forty-four euros and forty cents (€297,444.40);
3. decides to waive the preferential subscription rights of the shareholders of the Company on shares that may be issued pursuant to this delegation of authority;
4. decides that the subscription of the shares above may be made either in cash or by way of set-off against certain, due and payable receivables (*compensation de créances certaines, liquides et exigibles*) held upon the Company;
5. decides that, pursuant to Article L. 225-138 II of the French Commercial Code, the issue price of shares issued pursuant to this delegation of authority shall be at least equal to the volume weighted average of the prices of the Company share over the last three trading days on the

Euronext Paris regulated market preceding the issuance of the shares issued pursuant to this delegation of authority;

6. grants the Board of Directors any necessary powers, with the right to sub-delegate in accordance with applicable law and regulations, to implement this delegation of authority and, in particular to:
  - decide the share capital increase;
  - decide the amount of the share capital increase, the issue price of the shares to be issued and, if applicable, the amount of the issue premium;
  - determine the dates, terms and conditions of the capital increase or increases, the characteristics of the shares to be issued;
  - determine the means of payment of the shares to be issued;
  - determine the conditions under which, in accordance with applicable law, the allotment rights of holders of securities giving or capable of giving access to shares may be temporarily suspended;
  - at its own discretion, charge the costs of capital increases against the premium arising thereon and deduct from this premium the sums necessary to increase the legal reserve;
  - determine and make all adjustments to take account of the impact of transactions involving the share capital of the Company, in particular a change in the nominal value of the share, increase in share capital by incorporation of reserves, free allocation of shares, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting shareholders' equity or the share capital, and set all other terms enabling, where necessary, the rights of holders of securities giving access to the share capital of the Company to be preserved;
  - duly record completion of each capital increase carried out pursuant to this delegation of authority and make the necessary amendments to the articles of association of the Company; and
  - generally, enter into all agreements, in particular to ensure completion of the proposed issues, take all measures and accomplish all formalities required for the issuance, listing and financial administration of shares and/or securities issued under this delegation of authority and the exercise of the rights attached thereto.
7. this delegation invalids, in the future, the delegation granted by the shareholders' meeting of March 25, 2025 in its twenty-second (22<sup>nd</sup>) resolution.

This delegation of authority is granted for a period of eighteen (18) months as from the date of this Shareholders' Meeting.

## Fifteenth resolution

*(Delegation of authority granted to the Board of Directors to reduce the capital in accordance with Article L. 22-10-62 of the French Commercial Code)*

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to extraordinary shareholders' meetings, having considered the Board of Directors' report and the Statutory

Auditors' special report, in accordance with the provisions of Article L. 22-10-62 of the French Commercial Code:

- delegates its authority to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to reduce the social capital, in one or several times and at any time as it deems appropriate, through the cancellation of shares that the Company owns or shall buy pursuant to the implementation of the share buyback program authorized in this Shareholders' Meeting in its twelfth (12<sup>th</sup>) resolution or any later resolution with the same object within the maximum limit of 10% of the capital of the Company and by periods of twenty-four (24) months, and to proceed in the corresponding proportions at a capital reduction, it being specified that this limit shall be adjusted, if necessary, in order to take into account the transactions that would affect it after this Shareholders' Meeting;
- gives all powers to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to adopt the terms and conditions of the share buyback, charge the difference between the accounting value of the cancelled shares and their nominal value against reserves or share premium, or to amend the articles of association subsequently to this authorization and to accomplish any necessary procedure;
- notes that this delegation invalids, in the future, the delegation granted by the shareholders' meeting of March 25, 2025 in its twenty-eighth (28<sup>th</sup>) resolution.

This delegation of authority is granted for a period of twenty-four (24) months as from the date of this Shareholders' Meeting.