

DRAFT RESOLUTIONS

RESOLUTION ONE

Approval of the annual financial statements for the fiscal year ended 31 December 2025

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, after having considered the reports of the Board of Directors and the statutory auditors, approves the annual financial statements for the period ended 31 December 2025, as presented, as well as the operations reflected in the financial statements or summarised in the reports showing a net profit of € 32,524,940.50.

In accordance with Article 223 *quater* of the French general tax code, the Annual General Meeting approves the expenditure and charges provided for by Article 39-4 totalling € 355,989 and resulting in tax of € 88,997.

RESOLUTION TWO

Discharge of Directors and discharge of the Statutory Auditors for the performance of their engagement

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, discharges the members of the Board of Directors for the performance of their duties and discharges the statutory auditors for the performance of their engagement.

RESOLUTION THREE

Approval of the consolidated financial statements for the period ended 31 December 2025

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, after considering the reports of the Board of Directors and the Statutory Auditors and the report of BM&A, the Sustainability Auditor, approves the consolidated financial statements for the period ended 31 December 2025, as presented, as well as the operations reflected in the financial statements or summarised in the reports.

RESOLUTION FOUR

Appropriation of earnings, setting the dividend

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, on the proposal of the Board of Directors, decides to appropriate profit for the year of € 32,524,940.50 as follows:

Profit of the period	€ 32,524,940.50
Retained earnings	€ 125,903,230.80
Amount available to shareholders	€ 158,428,171.30
Dividend (€ 1.40 per share)	€ 21,243,775.00
The balance: is appropriated to "retained earnings".	€ 137,184,396.30

The dividend per share on that basis is € 1.40.

The dividend will have a payment date of 3 July 2026 and be distributed by UPTEVIA as the paying agent and security services provider.

In accordance with the provisions of Article L. 225-210 of the French Commercial Code, the General Meeting decides that the amount corresponding to treasury shares held on the date of the dividend distribution will be allocated to "Retained earnings".

For natural persons having their tax residence in France, this dividend is subject to a 12.8% flat tax (*prélèvement forfaitaire unique*) to which are added French social contributions of 18.6%, i.e. a total tax of 31.4%. Alternatively, the shareholder has the option for applying the progressive income tax scale. In this latter case, the dividend is eligible for the rebate available under Article 158-3-2° of the French general tax code.

Convenience translation into English of the original French notice.

As required by law, the General Meeting duly notes dividends payments for the last three financial years were as follows:

Fiscal years	Dividend per share	Dividend eligible for the 40% allowance (paid to individuals)	Dividend not eligible for the 40% allowance (paid to legal entities)
31/12/2022	€ 1.15	€ 1.15	€ 1.15
31/12/2023	€ 1.25	€ 1.25	€ 1.25
31/12/2024	€ 1.25	€ 1.25	€ 1.25

RESOLUTION FIVE

Agreements and commitments governed by Article L. 225-38 of the French Commercial Code

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having considered the Statutory Auditors special report on regulated agreements and commitments subject to the provisions of articles L. 225-38 *et seq.*, approves the conclusions of said report and the agreements referred to therein.

RESOLUTION SIX

Ratification of the co-optation of Ms. Sylvie ORTILLON as Director

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Board of Directors' Report, ratifies the provisional appointment by the Board of Directors on March 27, 2026 of Ms. Sylvie ORTILLON, residing at 10 Les Morils - 77120 MAROLLES-EN-BRIE, as Director to replace Ms. Émilie LECOMTE following her resignation, for the remainder of her term of office.

His term of office will expire at the end of the Annual General Meeting to be held in 2029 called for the purpose of approving the financial statements for the previous financial year.

RESOLUTION SEVEN

Renewal of the term of office of Mr. François JACQUEL as Director

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, after having considered the Board of Directors' Report, renews Mr. François JACQUEL's term of office as Director for a period of six years.

His term of office will expire at the end of the Annual General Meeting to be held in 2032 called for the purpose of approving the financial statements for the previous financial year.

RESOLUTION EIGHT

Renewal of the term of office of Mr. Grégoire DE ROTALIER as Director

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Board of Directors' Report, renews Mr. Grégoire DE ROTALIER's term of office as Director for a period of six years.

His term of office will expire at the end of the Annual General Meeting to be held in 2032 called for the purpose of approving the financial statements for the previous financial year.

RESOLUTION NINE

Renewal of the term of office of LA COOPERATIVE WELCOOP as Director

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, after having considered the Board of Directors' Report, renews LA COOPERATIVE WELCOOP's term of office as Director for a period of six years.

His term of office will expire at the end of the Annual General Meeting to be held in 2032 called for the purpose of approving the financial statements for the previous financial year.

RESOLUTION TEN

Appointment of a new Independent Director

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Board of Directors' Report, resolves to appoint as new Independent Director, with effect from today:

Ms. Céline DARGENT
Born on 17/10/1976 in NANCY (54) (FRANCE)
Of French nationality
Residing at 22 Rue des Bégonias - 54000 NANCY

for a term of six years, expiring at the close of the General Meeting to be held in 2032 to approve the financial statements for the previous financial year.

RESOLUTION ELEVEN

Appointment of a new Director

As Mr. Daniel ANTOINE's term of office expires at the close of this Meeting, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Board of Directors' Report, resolves to appoint as new Director, with effect from today:

Mr. Vincent MONESTEL
Born on 27/02/1978 in SAINT DENIS (974 - La Réunion) (FRANCE)
Of French nationality
Residing at 2B Rue Saint-Gras - 64400 OLORON-SAINTE-MARIE

for a term of six years, expiring at the close of the General Meeting to be held in 2032 to approve the financial statements for the previous financial year.

RESOLUTION TWELVE

Appointment of a new Director

As Mr. Thierry CHAPUSOT's term of office expires at the close of this Meeting, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Board of Directors' report, resolves to appoint as new Director, with effect from today:

Mr François-Pierre MARQUIER
Born on 03/02/1970 in ROUEN (59) (FRANCE)
Of French nationality
Residing at 3 Rue de Serre - 54000 NANCY

for a term of six years, expiring at the close of the General Meeting to be held in 2032 to approve the financial statements for the previous financial year.

RESOLUTION THIRTEEN

Appointment of a Statutory Auditor

As the term of office of BATT AUDIT as Statutory Auditor expires at the close of this Meeting, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Board of Directors' Report, resolves to appoint as Statutory Auditor:

BDO
7 Quai Kléber
67000 STRASBOURG

for a term of six financial years, i.e., until the close of the General Meeting to be held in 2032 to approve the financial statements for the previous financial year.

RESOLUTION FOURTEEN

Approval of the information on the compensation of corporate officers paid in or granted for fiscal 2025 and mentioned in Article L. 22-10-9 of the French Commercial Code

In application of Article L. 22-10-34 of the French Commercial Code, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, approves the information mentioned in Article L. 22-10-9 of the French Commercial Code as presented in “Chapter 4 – Compensation of corporate officers” of the Report on Corporate Governance and relating to compensation of any kind paid in or granted for the financial period ended 31 December 2025 to all corporate officers.

RESOLUTION FIFTEEN

Approval of the components of compensation paid in 2025 to Mr. Thierry CHAPUSOT, Chairman of the Board of Directors

In application with Article L. 22-10-34 of the French Commercial Code, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having considered the Report on Corporate Governance, approves the fixed, variable and exceptional components of total compensation and benefits of any nature paid in or granted for the period ended 31 December 2025 to Mr. Thierry CHAPUSOT, Chairman of the Board of Directors, as presented in “Section 4 – Compensation of corporate officers” of the Report on Corporate Governance.

RESOLUTION SIXTEEN

Approval of the components of compensation paid in 2025 to Mr. Denis SUPPLISSON, Chief Executive Officer

In application with Article L. 22-10-34 of the French Commercial Code, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having considered the Report on Corporate Governance, approves the fixed, variable and exceptional components of total compensation and benefits of any nature paid in or granted for the period ended 31 December 2025 to Mr. Denis SUPPLISSON, Chief Executive Officer, as presented in “Section 4 – Compensation of corporate officers” of the Report on Corporate Governance.

RESOLUTION SEVENTEEN

Approval of the components of compensation paid in 2025 to Mr. Grégoire DE ROTALIER, Deputy CEO

In application with Article L. 22-10-34 of the French Commercial Code, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having considered the Report on Corporate Governance, approves the fixed, variable and exceptional components of total compensation and benefits of any nature paid in or granted for the period ended 31 December 2025 to Mr. Grégoire DE ROTALIER, Deputy CEO, as presented in “Section 4 – Compensation of corporate officers” of the Report on Corporate Governance.

RESOLUTION EIGHTEEN

Approval of the components of compensation paid in 2025 to Mr. Damien VALICON, Deputy CEO, until June 2, 2025

In accordance with Article L. 22-10-34 of the French Commercial Code, the General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Report on Corporate Governance, approves the fixed, variable and exceptional components of total compensation and benefits of any nature paid in or granted for the period ended 31 December 2025 to Mr. Damien VALICON, Deputy CEO, as presented in “Chapter 4 – Compensation of corporate officers” of the Report on Corporate Governance.

RESOLUTION NINETEEN

Approval of the compensation policy for the Chairman of the Board of Directors for 2026

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Corporate Governance Report prepared pursuant to Article L. 22-10-8 of the French Commercial Code, approves the compensation policy presented in “Chapter 4 – Compensation of corporate officers” of the Corporate Governance Report and applicable to the office of Chairman of the Board of Directors.

RESOLUTION TWENTY

Approval of the compensation policy for the Chief Executive Officer for 2026

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Corporate Governance Report prepared pursuant to Article L. 22-10-8 of the French Commercial Code, approves the compensation policy presented in “Chapter 4 – Compensation of corporate officers” of the Corporate Governance Report and applicable to the office of Chief Executive Officer.

RESOLUTION TWENTY-ONE

Approval of the compensation policy for the Deputy Chief Executive Officer(s) for 2026

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, having reviewed the Corporate Governance Report prepared pursuant to Article L. 22-10-8 of the French Commercial Code, approves the compensation policy presented in “Chapter 4 – Compensation of corporate officers” of the Corporate Governance Report and applicable to the office of Deputy Chief Executive Officer.

RESOLUTION TWENTY-TWO

Approval of the compensation policy for Directors

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, after considering the Corporate Governance Report established in application of Article L. 22-10-8 of the French Commercial Code, approves the compensation policy for Directors presented in “Chapter 4 – Compensation of corporate officers” of the Corporate Governance Report.

TWENTY-THIRD RESOLUTION

Setting total annual compensation for directors for 2026

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, decides to set the total annual amount of compensation for Directors serving on the Board at € 100,000 for 2026.

TWENTY-FOURTH RESOLUTION

Authorisation by the Company to repurchase its own shares

The General Meeting, voting in accordance with the quorum and majority requirements applicable to Ordinary General Meetings, after considering the Board of Directors' Report, hereby authorises the Board, which the latter may further delegate in accordance with the law and the articles of association, in accordance with the conditions provided for under articles L. 22-10-62 *et seq.* of the French Commercial Code and by European Commission Regulation no. 596/2014 of 16 April 2014, to proceed, on one or more occasions, with the purchase by EQUASENS of its own shares within the limit of 10% of the share capital, i.e. up to a maximum of 1,517,412 shares.

The General Meeting resolves that the Board of Directors has the authority, which it may further delegate in accordance with the law, to buy back shares for the following purposes:

- Maintaining an orderly market in or the liquidity of the EQUASENS share by an investment services provider through a liquidity agreement that complies with the ethics charter recognised by the AMF (*Autorité des*

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Marchés Financiers), the French financial market authority;

- Purchasing shares for future use, to be tendered in exchange or payment for acquisitions;
- Granting shares to the employees or corporate officers of EQUASENS or its Group, in accordance with the terms and conditions provided by law, notably as part of a profit-sharing plan, to cover stock options, as part of a company savings plan or to be used to award performance shares to employees pursuant to the provisions of Articles L. 225-197-1 *et seq.* of the French Commercial Code.

The General Meeting decides that the maximum funds destined for this share repurchase programme, excluding costs, shall be €80,000,000.

The purchase, sale or transfer of shares may be carried out by any means authorised by applicable regulations, in the market, by mutual agreement and including through block purchases, at any time, including while a public tender offer is in progress.

The General Meeting grants authority to the Board of Directors, in the case of a modification of the nominal value of the share, to proceed with capital increases through the capitalisation of reserves, distribution of stock dividends, stock splits or reverse splits, distribution of reserves or other assets, amortisation of capital, or any other transaction having an impact on the company's shareholders' equity, to adjust the purchase and sale prices mentioned above to take into account the impact of these corporate actions on the value of the share. More generally, the maximum size of this buyback and the maximum number of shares purchased will, as required, be adjusted to take into account subsequent corporate actions of the Company or decisions affecting the share capital.

The General Meeting grants all powers to the Board of Directors that it may, in accordance with the law and regulations, in turn delegate in order to:

- Implement this authorisation if it deems appropriate;
- Determine the conditions and procedures for the share buyback programme including notably the purchase price of the shares (maximum and minimum price per share);
- Set and adjust the number of shares included in the share buyback programme, and the maximum purchase price defined under this programme;
- Acquire, sell or transfer these shares by any means, place all market orders;
- Allocate or re-allocate the shares thus acquired to the various objectives pursued, in compliance with the applicable legal and regulatory provisions;
- Enter into any agreement, and notably the liquidity agreement, make all representations to any body and notably the French financial market regulator, the *Autorité des Marchés Financiers*, in compliance with article L. 22-10-64 of the French commercial code;
- And in general, do everything that is required for the application of this resolution.

The General Meeting decides that this authorisation is granted for a period of eighteen (18) months from the date of this Meeting or until 24 December 2027 and cancels and supersedes any prior authorisation having the same purpose.

TWENTY-FIFTH RESOLUTION

Powers for formalities

The General Meeting grants all powers to the holder of a copy or short-form certificate of the minutes of this meeting for all formalities required by law.