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Announcements

THE BLOCKCHAIN GROUP

A French limited company with a Board of Directors

Share capital: €3,735,377.97

Registered office: Tour W – 102, Terrasses Boieldieu – 92800 Puteaux, France

Registered with the Nanterre Trade and Companies Register under number 504 914 094
(the “Company”)

February 21, 2025 Extraordinary General Meeting**NOTICE OF MEETING**

Shareholders of The Blockchain Group (the “Company”) are hereby informed that an Extraordinary General Meeting (the “General Meeting”) will be held on 21 February 2025 at 10:00 a.m. (Paris time) at the Company’s registered office: Tour W – 102, Terrasses Boieldieu – 92800 Puteaux, France, to deliberate on the following agenda:

AGENDA**Extraordinary resolutions :**

1. Delegation of authority to the Board of Directors to decide capital increases with preferential subscription rights;
2. Delegation of authority to the Board of Directors to decide capital increases by way of public offering with cancellation of preferential subscription rights;
3. Delegation of authority to the Board of Directors to decide capital increases by private placement pursuant to Article L. 411-2 1° of the French Monetary and Financial Code, with cancellation of preferential subscription rights;
4. Delegation of authority to the Board of Directors to increase the number of securities to be issued in the event of a capital increase, with or without preferential subscription rights;
5. Delegation of authority to the Board of Directors to issue ordinary shares or securities giving access to the share capital, with cancellation of preferential subscription rights in favor of categories of beneficiaries;
6. Setting of an overall ceiling for capital increases and debt securities;
7. Authorization granted to the Board of Directors to proceed with the free allocation of existing or new shares of the Company;
8. Delegation of authority to the Board of Directors to increase the share capital by capitalization of premiums, reserves, profits, or other sums;
9. Delegation of authority to the Board of Directors to increase the share capital for the benefit of employees participating in a company savings plan, with cancellation of shareholders’ preferential subscription rights;
10. Delegation of powers to the Board of Directors to implement a reverse stock split through share exchange
11. Powers for formalities.

TEXTE DES PROJETS DE RESOLUTION

1. *Delegation of authority to the Board of Directors to decide capital increases with preferential subscription rights;*

he General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and in accordance with the provisions of Articles L. 225-129 to L. 225-129-6, L. 228-91, L. 228-92 and L. 228-93 of the French Commercial Code:

- delegates to the Board of Directors, with the ability to subdelegate to any person authorized by law, its authority to proceed, in one or more transactions, in France or abroad, at its discretion in terms of amount and timing, with the issuance, maintaining the shareholders' preferential subscription rights, of shares and any other securities, including by means of free allocation of share subscription warrants, giving access to the Company's capital or to the capital of any company which directly or indirectly holds more than half of its capital or in which it directly or indirectly holds more than half of the capital, said shares granting the same rights as existing shares subject to their dividend entitlement date, it being specified that, in the event of a capital increase by way of free share allocation, the fractional rights will neither be negotiable nor transferable, and the shares corresponding to such fractional rights will be sold and the proceeds allocated to the holders of the rights within the deadlines provided by applicable regulations;
- resolves that the securities giving access to the Company's capital may notably consist of debt securities or be associated with the issuance of such securities, or allow for the issuance thereof as intermediate securities; they may be subordinated or unsubordinated, fixed-term or perpetual;
- resolves that the maximum nominal amount of capital increases likely to be carried out immediately and/or in the future under this delegation shall not exceed €37,500,000, it being specified that this amount will count against the overall ceiling referred to in the sixth resolution. This ceiling will be increased, where applicable, by the nominal value of shares to be issued to preserve, in accordance with the law and, where applicable, contractual provisions providing for other adjustment cases, the rights of holders of securities or other rights giving access to the Company's capital;
- resolves that the nominal amount of debt securities that may be issued under this delegation shall not exceed €300,000,000 or the equivalent thereof in euros on the issuance decision date, it being specified that this amount will count against the overall ceiling referred to in the sixth resolution;
- resolves that shareholders may exercise, under the applicable legal and regulatory conditions, their irreducible preferential subscription right to the securities issued under this delegation;
- resolves that the Board of Directors may establish a reducible subscription right;
- acknowledges that, in the event of insufficient subscriptions, the Board of Directors may, under the conditions provided by law and in the order it determines, use one or more of the options provided in Article L. 225-134 of the French Commercial Code, and in particular, limit the issuance to the amount of subscriptions received provided that this amount reaches at least three-quarters of the decided issuance, or offer all or part of the unsubscribed securities to the public;
- resolves that shares held by the Company will not be considered for the determination of subscription rights attached to other shares;
- acknowledges that this delegation of authority shall entail, for the benefit of holders of securities giving access to the Company's capital that may be issued under this delegation, shareholders' waiver of their preferential subscription rights to the shares that such securities may confer rights to, immediately or in the future;
- resolves that share subscription warrants of the Company may also be issued by way of free allocation to holders of existing shares, it being specified that any fractional allotment rights will be sold in compliance with legal and regulatory provisions;
- resolves that the Board of Directors shall have full powers, with the ability to subdelegate to any person authorized by law, to:
 - determine the category of securities to be issued and set their issuance price, with or without premium, the payment terms (which may be made in cash and/or by offsetting liquid and due receivables or partly in cash and partly by incorporation of reserves, earnings or issuance premiums), the effective date which may be retroactive, the terms under which the securities issued pursuant to this resolution will entitle their holders to ordinary shares of the Company, and to carry out all necessary adjustments to preserve the rights of holders of securities giving access to the capital;
 - more generally, determine all the features, amount and terms of any issuance and of the issued securities, and if the issued securities consist of or are associated with debt instruments, their term and remuneration;
 - implement this delegation, including by entering into any agreements for this purpose,

particularly for the successful completion of any issuance, and to carry out such issuance(s), in whole or in part, at such times and in such places as it sees fit, in France and/or abroad and/or on the international market – or, as the case may be, to cancel them – to record their completion, amend the Articles of Association accordingly, charge the costs of capital increases to the issuance premiums and deduct from this amount the necessary sums to bring the legal reserve to one-tenth of the new capital, and to complete all formalities and declarations and request all necessary authorizations for the completion of such issuances;

- sets the validity period of this delegation at twenty-six (26) months from the date of this General Meeting, which renders null and void, from today, any previous delegation having the same purpose.

2. *Delegation of authority to the Board of Directors to decide on capital increases by way of public offering, without shareholders' preferential subscription rights*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and in accordance with the provisions of Articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-136, L. 228-91, L. 228-92 and L. 228-93 of the French Commercial Code:

- delegates to the Board of Directors, with the ability to subdelegate in accordance with legal and regulatory provisions, its authority to decide on the issuance, without shareholders' preferential subscription rights, on one or more occasions, in such amounts and at such times as it deems appropriate, in euros or any other currency or unit of account based on several currencies, both in France and abroad, of shares and any other securities giving access to the capital of the Company or of any company directly or indirectly holding more than half of its capital, or in which the Company directly or indirectly holds more than half of the capital, said shares conferring the same rights as existing shares, subject to their dividend entitlement date, by way of public offering other than those referred to in Article L. 411-2, paragraph 1 of the French Monetary and Financial Code, it being specified that subscriptions may be made in cash or by offset, and that no preference shares or securities giving access to preference shares shall be issued;
- resolves that the securities giving access to the Company's capital thus issued may notably consist of debt securities or be associated with the issuance of such securities, or allow for their issuance as intermediate securities; they may be subordinated or unsubordinated, fixed-term or perpetual;
- resolves that the maximum nominal amount of capital increases likely to be carried out immediately and/or in the future under this delegation shall not exceed €37,500,000, it being specified that this amount will count against the overall ceiling referred to in the sixth resolution. This ceiling will be increased, where applicable, by the nominal value of shares to be issued to preserve, in accordance with the law and, where applicable, contractual provisions providing for other adjustment cases, the rights of holders of securities or other rights giving access to the Company's capital;
- resolves that the nominal amount of debt securities that may be issued under this delegation shall not exceed €300,000,000 or the equivalent thereof in euros on the issuance decision date, it being specified that this amount will count against the overall ceiling referred to in the sixth resolution;
- resolves to eliminate the preferential subscription rights of shareholders to securities issued under this delegation by way of public offering, it being understood that the Board of Directors may, in accordance with Article L. 22-10-51 of the French Commercial Code, grant shareholders a priority subscription period for all or part of the issuance, for a period and under terms to be determined in accordance with legal and regulatory provisions. This priority subscription right shall not result in the creation of negotiable rights but may, if the Board of Directors deems it appropriate, be exercised both on an irreducible and reducible basis;
- resolves that in the event of insufficient subscriptions, the Board of Directors may use, in the order it determines, one or more of the options provided under Article L. 225-134 of the French Commercial Code, including the option to limit the capital increase to the amount of subscriptions received provided such amount is at least three-quarters of the amount initially decided;
- acknowledges that this delegation of authority entails, for the benefit of holders of securities giving access to the capital of the Company issued under this delegation, shareholders' waiver of their preferential subscription rights to the shares to which these securities may confer entitlement;
- resolves that the issue price of the shares of the Company issued under this delegation shall be at least equal to the weighted average of the share prices on the regulated market over the twenty (20) trading sessions preceding the pricing date, possibly reduced by a maximum discount of 15%, and adjusted, where applicable, to take into account the difference in dividend entitlement date;
- resolves that the issue price of securities giving access to the Company's capital shall be such that the total proceeds received immediately by the Company, increased by any amounts to be received subsequently by the Company for each share resulting from the conversion or exercise of such securities, shall be at least equal to the minimum price defined above, after adjustments where applicable;
- resolves that the Board of Directors shall have full powers, with the ability to subdelegate to any

person authorized by law, to:

- set the characteristics, amount and terms of any issuance and of the securities issued, in particular to determine the category of securities and fix the issue price, with or without premium, their payment terms, their dividend entitlement date which may be retroactive, and the terms under which such securities will entitle their holders to Company shares;
- more generally, determine all terms of issuance and of the securities issued, including their term and remuneration in the case of debt instruments;
- implement this resolution, enter into any agreements for this purpose, and carry out such issuance(s), in France and/or abroad and/or on the international market, at its discretion, record their completion and amend the Articles of Association accordingly, charge the expenses of the capital increase to the issuance premiums and deduct the necessary sums to bring the legal reserve to one-tenth of the new share capital.
- sets the validity of this delegation at twenty-six (26) months from the date of this General Meeting, thereby cancelling any previous authorization with the same purpose.

3. *Delegation of authority to the Board of Directors to decide on capital increases by way of offering as referred to in Article L. 411-2, 1° of the French Monetary and Financial Code, with shareholders' preferential subscription rights cancelled*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and in accordance with Articles L. 411-2 of the French Monetary and Financial Code and L. 225-129 to L. 225-129-6, L. 225-135, L. 225-136, L. 228-91, L. 228-92 and L. 228-93 of the French Commercial Code:

- delegates to the Board of Directors, with the ability to subdelegate to any person authorized by law, its authority to carry out, on one or more occasions, in such amounts and at such times as it sees fit, both in France and abroad, offerings addressed exclusively to a limited circle of investors acting on their own behalf or to qualified investors under the conditions of Article L. 411-2, 1° of the French Monetary and Financial Code, the issuance of shares of the Company and/or equity securities giving access to other equity securities or to debt securities and/or to any securities granting access by any means, immediately or in the future, to equity securities to be issued by the Company, with cancellation of shareholders' preferential subscription rights, it being specified that subscriptions may be made in cash or by offset and that no preference shares or securities giving access to preference shares shall be issued;
- resolves that securities giving access to the Company's capital may be issued by any company in which the Company directly or indirectly holds more than half of the capital;
- resolves that such securities may consist of debt instruments or be associated with such issuance, or constitute intermediate securities;
- resolves that the maximum nominal amount of capital increases likely to be carried out immediately and/or in the future under this delegation shall not exceed €1,120,613, it being specified that this amount will count against the overall ceiling referred to in Resolution Six. This ceiling will be increased, where applicable, by the nominal value of shares to be issued to preserve, in accordance with the law and, where applicable, contractual provisions providing for other adjustment cases, the rights of holders of securities or other rights giving access to the Company's capital;
- resolves that the nominal amount of debt securities that may be issued under this delegation shall not exceed €300,000,000 or the equivalent thereof in euros on the issuance decision date, it being specified that this amount will count against the overall ceiling referred to in Resolution Six;
- resolves that the total nominal amount of equity securities to be issued under this delegation shall not exceed the legal and regulatory limit applicable at the time of issuance (currently 30% of the share capital per year), in accordance with Article L. 225-136 of the French Commercial Code;
- resolves to cancel shareholders' preferential subscription rights to the equity securities to be issued under this delegation and to reserve the subscription to the categories of persons identified in Article L. 411-2, 1° of the French Monetary and Financial Code;
- resolves that if subscriptions do not absorb the entire issuance decided under this delegation, the Board of Directors may limit the issuance to the amount of subscriptions received provided that amount is at least three-quarters of the decided issuance, and/or freely allocate all or part of the unsubscribed securities;
- acknowledges that this resolution entails, for the benefit of holders of securities giving access to the Company's capital, shareholders' waiver of their preferential subscription rights to the shares to which these securities may confer entitlement;
- resolves that the issue price of the shares of the Company issued under this delegation shall be at least equal to the weighted average of the share prices on the regulated market over the twenty (20) trading sessions preceding the pricing date, possibly reduced by a maximum discount of 15%, and adjusted, where applicable, to take into account the difference in dividend entitlement date;

- resolves that the issue price of securities giving access to the Company's capital shall be such that the total proceeds received immediately by the Company, increased by any amounts to be received subsequently by the Company for each share resulting from the conversion or exercise of such securities, shall be at least equal to the minimum price defined above, after adjustments where applicable;
- grants full powers to the Board of Directors, with the ability to subdelegate to any person authorized by law, to:
 - determine the characteristics, amount and terms of any issuance and of the securities issued, including category, issue price, payment method, dividend entitlement date (which may be retroactive), the conversion or exchange ratio, and make adjustments to protect the rights of holders of securities giving access to the capital;
 - determine the features of debt securities where applicable, including their term, subordination, and remuneration;
 - implement this resolution and all necessary steps to carry out such issuance(s), including modifying the Articles of Association and performing any required formalities and filings.
- sets the validity of this delegation at twenty-six (26) months from the date of this General Meeting, cancelling any previous delegation having the same purpose.

4. *Delegation of authority to the Board of Directors to increase the number of securities to be issued in the event of a capital increase with or without preferential subscription rights*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and in accordance with Article L. 225-135-1 of the French Commercial Code:

- delegates to the Board of Directors, with the ability to subdelegate under legal conditions, its authority to increase the number of securities to be issued in the event of a capital increase with or without shareholders' preferential subscription rights decided pursuant to Resolutions One, Two and Three above, within 30 days of the closing of the initial offering, at the same price as that used for the initial issuance, and within the limit of 15% of the initial issuance;
- resolves that the nominal amount of capital increases decided under this delegation shall count against the overall ceiling set in Resolution Six;
- sets the validity of this delegation at twenty-six (26) months from the date of this General Meeting, cancelling any previous delegation having the same purpose.

5. *Delegation of authority to the Board of Directors to decide on the issuance of ordinary shares or securities giving access to the capital of the Company, with cancellation of shareholders' preferential subscription rights in favor of categories of beneficiaries*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and in accordance with Articles L. 225-129 and following of the French Commercial Code, and notably Articles L. 225-129-2, L. 225-135, L. 22-10-49, L. 225-138, and L. 228-91 and following:

- delegates to the Board of Directors, with the ability to subdelegate in accordance with legal and regulatory provisions, its authority to decide on the issuance, without preferential subscription rights, on one or more occasions, in such amounts and at such times as it sees fit, in euros or any other currency or unit of account based on several currencies, in France or abroad, of shares and/or securities giving access to the capital of the Company or of any company in which it holds, directly or indirectly, more than half of the share capital, said shares conferring the same rights as existing shares, subject to their dividend entitlement date;
- resolves that securities giving access to the Company's capital may be issued by any company in which the Company directly or indirectly holds more than half of the capital;
- resolves that the issuance of preference shares or securities giving access to preference shares is expressly excluded;
- resolves that the maximum nominal amount of capital increases likely to be carried out under this delegation shall not exceed €37,500,000, it being specified that this amount will count against the overall ceiling set in Resolution Six;
- resolves that such securities may consist of or be associated with debt instruments, subordinated or not, fixed-term or perpetual, and may be denominated in euros, foreign currencies, or units of account. The maximum nominal amount of debt securities issued under this delegation shall not exceed €300,000,000 or its equivalent in other currencies, and will count against the overall ceiling referred to

in Resolution Six;

- resolves to cancel the shareholders' preferential subscription rights and to reserve the subscription to the following categories of beneficiaries:
 - investors, individuals or legal entities (including companies), trusts or investment funds, French or foreign, investing habitually (or whose managers or decision-makers habitually invest) in the fields of Web2/Web3, data intelligence, artificial intelligence, fintech, cryptocurrencies and/or blockchain technology;
 - companies, institutions or entities, French or foreign, active in the same sectors and potentially entering into industrial or commercial partnerships with the Company;
- resolves that the Board of Directors shall determine the exact list of beneficiaries within these categories and the number of securities allocated to each of them;
- resolves that if subscriptions do not absorb the entire issuance, the Board of Directors may limit the issuance to the amount of subscriptions received provided that amount is at least three-quarters of the issuance;
- acknowledges that this delegation entails a waiver by shareholders of their preferential subscription rights to the shares issued under this resolution;
- resolves that the issue price of shares issued under this resolution shall be at least equal to the weighted average of the share prices on the regulated market over the twenty (20) trading sessions preceding the pricing date, possibly reduced by a maximum discount of 15%, and adjusted, where applicable, to take into account the difference in dividend entitlement date;
- grants full powers to the Board of Directors, with the ability to subdelegate under legal conditions, to implement this delegation and carry out any necessary steps.
- sets the validity of this delegation at eighteen (18) months from the date of this General Meeting, thereby cancelling any previous delegation with the same purpose.

6. Overall ceiling for authorizations

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and as a consequence of the adoption of Resolutions One through Five above, resolves to set:

- the overall nominal amount of immediate and/or future capital increases likely to be carried out under the delegations of authority granted by the above resolutions at €37,500,000 (or its equivalent in any other currency); this ceiling shall be increased, where applicable, by the nominal amount of additional shares to be issued in order to preserve the rights of holders of securities giving access to capital, in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other adjustment cases;
- the overall nominal amount of debt securities giving access to the Company's capital likely to be issued under the above delegations at €300,000,000 or its equivalent in euros; it being specified that this ceiling does not apply to debt securities whose issuance is decided or authorized by the Board of Directors pursuant to Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

7. Authorization to the Board of Directors to grant free shares, either existing or to be issued by the Company

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with Articles L. 225-197-1 and following of the French Commercial Code:

- authorizes the Board of Directors to proceed, on one or more occasions, with the allocation of free existing or newly-issued shares of the Company, for the benefit of employees and/or corporate officers selected among the salaried employees and corporate officers referred to in Article L. 225-197-1 of the French Commercial Code, of the Company or of French or foreign companies or groupings affiliated with it under the conditions of Article L. 225-197-2 of said Code, or to certain categories of them;
- resolves that the Board of Directors will determine the identity of the beneficiaries, the number of shares to be allocated, as well as the conditions and criteria for granting the shares, it being specified that the final vesting of the shares may be subject to specific conditions set by the Board on the grant date;
- resolves that the total number of shares granted for free under this authorization shall not exceed 15% of the Company's share capital as of the date of the Board's decision to grant the shares, excluding adjustments made in accordance with applicable legal and regulatory provisions or contractual stipulations to preserve the rights of holders of securities giving access to capital. The General Meeting authorizes, where necessary, the Board of Directors to increase the share capital by capitalizing reserves, profits or premiums accordingly;
- resolves that the free shares will vest at the end of an acquisition period set by the Board of Directors, which shall not be less than one (1) year, and that beneficiaries must retain said shares for a holding period set by the Board, which shall not be less than one (1) year from the date of definitive acquisition. However, if the acquisition period is equal to or exceeds two years, no minimum holding period will be imposed;
- resolves that in case of disability of a beneficiary falling within the second or third categories defined under Article L. 341-4 of the French Social Security Code, the shares will be definitively granted prior to the end of the vesting period and shall be freely transferable upon delivery;
- acknowledges that this authorization entails a waiver by shareholders of their preferential subscription rights to the new shares that may be issued under this resolution;
- grants full powers to the Board of Directors, with the ability to subdelegate, to implement this authorization, and in particular to:
 - set the conditions and terms of the grants;
 - define the vesting and holding periods;
 - make any adjustments to the number of shares to be allocated in the event of corporate actions;
 - determine, in the event of new shares being issued, the nature and amount of reserves or premiums to be capitalized;
 - record capital increases and amend the Articles of Association accordingly, and carry out all formalities required for the issuance, listing and financial service of the securities.
- sets the validity of this authorization at twenty-six (26) months from the date of this General Meeting, which cancels, with immediate effect, the authorization granted under the 19th resolution of the Combined General Meeting of June 28, 2024.

8. Delegation of authority to the Board of Directors to increase the share capital by incorporation of reserves, profits, premiums or other amounts

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors, and in accordance with Articles L. 225-129, L. 225-129-2 and L. 225-130 of the French Commercial Code:

- delegates to the Board of Directors its authority to carry out, on one or more occasions, in such amounts and at such times as it sees fit, capital increases by incorporating reserves, profits, premiums, or other amounts eligible for capitalization under legal and statutory provisions, by means of free share allocations or by increasing the nominal value of existing shares, or by a combination of both;
- resolves that the maximum nominal amount of capital increases that may be carried out under this delegation shall not exceed €100,000,000, it being specified that this amount will count against the overall ceiling referred to in Resolution Six;
- resolves that, in the case of free share allocations, the rights to fractional shares will neither be

negotiable nor transferable and that the shares corresponding to such fractions will be sold, with the proceeds allocated to the holders in accordance with applicable laws and regulations;

- acknowledges that free shares allocated in respect of old shares carrying double voting rights will also carry such rights from issuance;
- grants full powers to the Board of Directors, with the ability to subdelegate under legal conditions, to:
 - determine the amounts and items to be capitalized, the number of new shares to be issued and/or the increase in nominal value, and the effective date of such actions (which may be retroactive);
 - make any required adjustments to protect the rights of holders of securities giving access to capital;
 - record the completion of capital increases and amend the Articles of Association accordingly;
 - carry out all necessary measures and formalities.
- sets the validity of this delegation at twenty-six (26) months from the date of this General Meeting, cancelling any previous delegation with the same purpose.

9. *Delegation of authority to the Board of Directors to carry out capital increases for employees who are members of a company savings plan, with cancellation of shareholders' preferential subscription rights in their favor*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors and the report of the Statutory Auditors, in accordance with Articles L. 225-129-6 and L. 225-138-1 of the French Commercial Code, and Articles L. 3332-1 et seq. of the French Labor Code:

- delegates to the Board of Directors, with the ability to subdelegate under legal conditions, its authority to decide, on one or more occasions, on capital increases of a nominal amount not exceeding 3% of the Company's share capital at the time of the issuance, through the issuance of shares or other equity securities reserved for employees participating in one or more company savings plans (or any other plan allowing such capital increases under similar conditions) established by the Company or by the group to which it belongs (the "Savings Plan Beneficiaries");
- resolves to cancel the shareholders' preferential subscription rights and to reserve the subscription for the above-mentioned Savings Plan Beneficiaries;
- resolves that the subscription price for any shares or other securities issued under this delegation shall be determined by the Board of Directors in accordance with Articles L. 3332-18 et seq. of the French Labor Code;
- resolves that the nominal amount of capital increases carried out under this delegation will count against the overall ceiling referred to in Resolution Six;
- grants full powers to the Board of Directors to implement this delegation, and in particular to set the terms and conditions of the issuances, to record the resulting capital increases, to amend the Articles of Association accordingly, and generally to take any necessary action;
- sets the validity of this delegation at twenty-six (26) months from the date of this General Meeting, cancelling any previous delegation with the same purpose.

10. *Delegation of authority to the Board of Directors to carry out a reverse stock split*

The General Meeting, ruling under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the report of the Board of Directors:

- resolves to carry out a reverse stock split of the Company's shares and delegates authority to the Board of Directors, with the ability to subdelegate, to implement such reverse split so that a maximum of ten (10) existing shares shall be exchanged for one (1) new share;
- authorizes the Board, if necessary, to use the authorizations granted under Resolutions 10 and 20 of the General Meeting of June 28, 2024, to cancel a sufficient number of shares so that the share capital is divided into a whole number of shares divisible by ten (10) at most;
- acknowledges that shareholders shall carry out the required purchases and sales of shares necessary to effect the reverse split within 30 days from the start of the reverse split operations;
- resolves that shares not individually regrouped and resulting in fractional rights will be sold under the conditions set out in Articles L. 228-6-1 and R. 228-12 of the French Commercial Code;
- acknowledges that, after the reverse split period, any non-regrouped shares will lose their voting rights, will not be included in the quorum, and will no longer entitle their holders to dividends. New regrouped shares will each carry one vote;

- resolves that new shares resulting from the reverse split will carry the same rights as the old shares they replace;
- grants full powers to the Board of Directors to:
 - implement the reverse split;
 - set the start date (at least 15 days after the publication of a BALO notice);
 - publish all necessary notices and carry out all required formalities;
 - record and finalize the number of shares involved before the start of operations;
 - suspend, for a maximum of three (3) months if needed, the exercise of rights to securities giving access to capital;
 - make adjustments and amend the Articles of Association accordingly;
 - carry out all useful or necessary actions to implement the reverse split in accordance with applicable law.
- sets the validity of this delegation at twelve (12) months from the date of this General Meeting.

11. Powers for formalities

The General Meeting grants full powers to the bearer of an original, copy, or extract of the minutes of this General Meeting to carry out all filings, formalities, and publications relating to the above resolutions.

Participation in the General Meeting – Preliminary Formalities

The General Meeting is composed of all shareholders, regardless of the number of shares they hold. Each shareholder may be represented at the General Meeting by another shareholder, their spouse or civil union partner. They may also be represented by any other natural or legal person of their choice (Articles L. 22-10-39 of the French Commercial Code and Article 20.2 of the Company's Articles of Association).

In accordance with Article R. 22-10-28 of the French Commercial Code, the right to participate in the General Meeting is evidenced by the registration of shares in the name of the shareholder or of the intermediary registered on their behalf, by the second business day preceding the meeting at 12:00 a.m. (Paris time), i.e., **February 19, 2025 at 12:00 a.m. (Paris time)**, either in the registered share accounts held by the Company (or its agent), or in bearer share accounts held by the authorized intermediary.

For registered shareholders, registration of shares in the registered account as of February 19, 2025 at 12:00 a.m. (Paris time) is sufficient to enable participation in the General Meeting.

For bearer shareholders, the registration of shares in bearer accounts held by authorized intermediaries must be evidenced by a **certificate of participation** issued by the latter in accordance with Article R. 22-10-28 of the French Commercial Code, to be attached to the postal voting form, proxy form, or admission card request issued in the name of the shareholder or on behalf of a represented shareholder by the registered intermediary.

An **admission card** is sufficient to attend the General Meeting in person. A shareholder who wishes to attend but has not received or has lost their admission card by the second business day prior to the meeting may obtain a **certificate of participation** from their authorized intermediary to present on the day of the meeting.

Methods of Participating in the General Meeting

Shareholders wishing to attend the General Meeting in person may request an admission card as follows:

For registered shareholders: each registered shareholder automatically receives the voting form attached to the notice of meeting. They must complete it to request admission and return it signed to Société Générale using the prepaid envelope, or they may attend the meeting in person and present valid ID at the registration desk.

For bearer shareholders: the bearer shareholder must request an admission card from the authorized intermediary managing their securities account.

Voting by Post and Proxy Voting

Shareholders who do not attend the meeting in person and wish to vote by post or be represented may:

For registered shareholders: return the single postal or proxy voting form they received with the notice of meeting to Société Générale using the prepaid envelope.

For bearer shareholders: request the form from their account-holding intermediary as from the date of the notice of meeting and at the latest six (6) days before the date of the meeting. The completed form must be returned to the account-holding institution, which will forward it to Société Générale along with a certificate of participation as proof of shareholder status.

Postal voting forms must be received by the Company or Société Générale no later than February 18, 2025 at midnight (Paris time) in order to be taken into account.

Appointment – Revocation of a Proxyholder

A shareholder who has chosen to be represented by a proxy of their choice may notify the appointment or revocation of such proxy:

- **By post**, using the voting form provided:
 - directly for registered shareholders,
 - through the account-holding institution for bearer shareholders,
 - addressed to:
Société Générale – General Meetings Department – CS 30812 – 44308 Nantes Cedex 3
and received no later than **February 18, 2025**.
- **By electronic means**, as a scanned copy of a duly signed proxy form:
 - **For registered shareholders (pure)**: by sending an email with the scanned form attached to: **agtb2024@theblockchain-group.com**, specifying the shareholder's full name, address and the full name and address of the appointed or revoked proxy.
 - **For administered registered shareholders or bearer shareholders**: by sending the scanned proxy form to the same email address (**agtb2024@theblockchain-group.com**) with full shareholder details (name, address, banking references) and those of the proxy. In this case, shareholders must **request their account-holding institution to send a written confirmation** (by mail or fax) to:
Société Générale – General Meetings Department – CS 30812 – 44308 Nantes Cedex 3.

Unsigned proxy forms will not be considered.

Only proxy appointment or revocation notifications that are properly signed, completed, and received by **February 18, 2025** will be taken into account.

Only appointment or revocation notices should be sent to the above email address. Any other request will not be processed.

Proxy forms must specify the names and addresses of both the shareholder and the proxyholder, indicate "As proxyholder", be dated and signed. Voting instructions are given in the "I vote by post" section of the form.

A copy of the proxyholder's ID, and where applicable, power of attorney for any legal entity represented, must be attached.

To be valid, the email must reach Société Générale **no later than the fourth day preceding the meeting**.

Additionally, proxyholders must submit their own voting instructions according to the usual procedures for exercising their voting rights.

No provision is made for participation or voting by videoconference or other telecommunications, and no site under Article R. 225-61 of the French Commercial Code will be set up for this purpose.

If a shareholder has already voted by post, submitted a proxy, or requested an admission card, they may not choose another method of participation but may sell some or all of their shares.

Request to Add Agenda Items or Submit Draft Resolutions

One or more shareholders representing at least the percentage of share capital required by applicable legal and regulatory provisions may request the addition of agenda items or submit draft resolutions no later than **25 calendar days prior** to the General Meeting, i.e., **by January 27, 2025**.

Requests must be sent:

- **By registered letter with acknowledgment of receipt**, to:
The Blockchain Group – Attn: Jean-François DESCAVES – Tour W – 102 Terrasses Boieldieu – 92800 Puteaux;
- **Or by email** to: **agetb2025@theblockchain-group.com**.

Requests must include:

- the item to be added to the agenda and its justification, or

- the draft resolution text (optionally with a short explanatory note), and if applicable, the information required under Article R. 225-83, 5° of the French Commercial Code;
- proof of shareholding as required by Article R. 225-71 of the French Commercial Code.

The items or draft resolutions submitted will only be reviewed if a **new certificate of shareholding** is sent by the authors of the request **no later than February 19, 2025 at 12:00 a.m. (Paris time)**.

Written Questions

Any shareholder may submit written questions up to **four business days** before the meeting, i.e., **no later than February 17, 2025 at midnight (Paris time)**.

Questions should be sent:

- **By registered letter with acknowledgment of receipt to:**
The Blockchain Group – Attn: Jean-François DESCAVES – Tour W – 102 Terrasses Boieldieu – 92800 Puteaux;
- **Or by email to:** agetbg2025@theblockchain-group.com.

All questions must be accompanied by a **certificate of shareholding**.

A single response may be given to questions with the same content. All questions and answers will be published on the Company's website in a dedicated section **no later than five business days after the meeting**, i.e., **by February 28, 2025**.

Shareholder Documentation

In accordance with the law, all documents required for this General Meeting will be made available to shareholders at the registered office of **The Blockchain Group – Tour W – 102 Terrasses Boieldieu – 92800 Puteaux** starting **February 6, 2025**.

For more information, shareholders are invited to consult the Company's website:
<https://theblockchaingroup.com/>