

THE BLOCKCHAIN GROUP

A French Public limited company with a Board of Directors
Share capital: €4,086,979.52
Registered office: Tour W – 102, Terrasses Boieldieu – 92800 Puteaux
504 914 094 R.C.S. Nanterre

JUNE 10, 2025 GENERAL MEETING – NOTICE OF

MEETING

The shareholders of The Blockchain Group (the "Company") are hereby informed that the Combined General Meeting (the "General Meeting") will be held on June 10, 2025 at 10:00 a.m., at the Company's registered office, Tour W – 102, Terrasses Boieldieu – 92800 Puteaux, to deliberate on the following agenda:

Ordinary resolutions :

1. Approval of the statutory financial statements for the financial year ended December 31, 2024;
2. Approval of the consolidated financial statements for the financial year ended December 31, 2024;
3. Allocation of the result for the financial year ended December 31, 2024;
4. Approval of the agreements governed by Articles L. 225-38 et seq. of the French Commercial Code;
5. Appointment of Mr. Alexandre LAIZET as a member of the Board of Directors;
6. Determination of the compensation to be allocated to members of the Board of Directors;
7. Authorization to be granted to the Board of Directors to repurchase the Company's own shares;

Extraordinary resolutions :

8. Delegation of authority to the Board of Directors to decide capital increases with shareholders' preferential subscription rights maintained;
9. Delegation of authority to the Board of Directors to decide capital increases with the elimination of shareholders' preferential subscription rights through a public offering
10. Delegation of authority to the Board of Directors to decide capital increases with the elimination of shareholders' preferential subscription rights through offers referred to in Article L. 411-2, paragraph 1 of the French Monetary and Financial Code;
11. 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;
12. Delegation of authority to the Board of Directors to issue ordinary shares or securities giving access to the Company's share capital, with cancellation of preferential subscription rights in favor of specific categories of beneficiaries;
13. Setting of a global ceiling on issuances;

14. Authorization to be granted to the Board of Directors to award existing or newly issued free shares of the Company;
15. Delegation of authority to the Board of Directors to increase the share capital by incorporating premiums, reserves, profits, or other amounts;
16. Authorization to be granted to the Board of Directors to cancel all or part of the treasury shares acquired by the Company under the share buyback program;
17. Delegation of authority to the Board of Directors to decide capital increases for the benefit of employees who are members of a company savings plan, with waiver of preferential subscription rights in their favor;
18. Delegation of powers to the Board of Directors to carry out a reverse share split through the exchange of shares;
19. Powers for formalities.

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1. APPROVAL OF THE STATUTORY AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2024 1ST AND 2ND RESOLUTIONS)

We kindly ask you to approve the parent company financial statements for the fiscal year ended August 31, 2024, which show a net loss of €(3,848,828.10), as well as the consolidated financial statements for the same fiscal year, which show a positive result after depreciation and amortization of €1,361k, compared with a loss of €(22,746)k the previous year.

We also ask you to acknowledge that the financial statements for the past fiscal year include no non-deductible expenses for tax purposes.

2. ALLOCATION OF THE RESULT FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2024 (3RD RESOLUTION)

We propose, after noting that the financial statements for the fiscal year ended December 31, 2024 show a net loss of €(3,848,828.10), to allocate the net loss for the year ended December 31, 2024, in the amount of €(3,848,828.10), to the “retained earnings” account, which will thereby be brought to €(34,365,809.72)

The proposed allocation of the Company’s result complies with applicable law and the provisions of our Articles of Association.

In accordance with Article 243 bis of the French General Tax Code, we remind you that the Company has not distributed any dividends in respect of the past three fiscal years.

3. APPROVAL OF THE AGREEMENTS GOVERNED BY ARTICLES L. 225-38 ET SEQ. OF THE FRENCH COMMERCIAL CODE (4TH RESOLUTION)

We hereby inform you that the statutory auditors’ special report on related-party agreements, as referred to in Articles L. 225-38 et seq. of the French Commercial Code, does not mention any new agreement entered into during the past fiscal year.

4. APPOINTMENT OF MR. ALEXANDRE LAIZET AS A MEMBER OF THE BOARD OF DIRECTORS 5 (5TH RESOLUTION)

We propose to appoint as Director of the Company: Mr. Alexandre LAIZET, born on July 31, 1993, in Limoges, of French nationality, with effect as of today and for a term of six (6) years, expiring at the close of the Annual Ordinary General Meeting called to approve the financial statements for the fiscal year ending December 31, 2030.

5. DETERMINATION OF THE COMPENSATION TO BE ALLOCATED TO MEMBERS OF THE BOARD OF DIRECTORS (6TH RESOLUTION)

We propose not to allocate any compensation to the members of the Board of Directors for the current fiscal year (2025).

This decision, applicable to the 2025 fiscal year, shall remain in effect until otherwise decided by the General Meeting.

6. AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO REPURCHASE THE COMPANY'S OWN SHARES (7TH RESOLUTION)

We propose to authorize the Board of Directors, with the possibility of delegation, under the conditions provided for in Articles L. 22-10-62 et seq. of the French Commercial Code, to purchase or have the Company purchase its own shares as part of a share buyback program under the following conditions:

- The maximum purchase price (excluding fees) per share shall not exceed four euros (€4); and
- The maximum amount of funds allocated to the implementation of this share buyback program shall not exceed €250,000;
- Purchases of the Company's shares may relate to a number of shares such that:
 - The maximum number of shares that may be purchased under this authorization shall not exceed ten percent (10%) of the total number of shares comprising the Company's share capital, and, with respect to acquisitions made for the purpose of holding and subsequently using them as consideration in a merger, demerger, or contribution transaction, five percent (5%) of the total number of shares comprising the Company's share capital, it being specified that (i) these limits apply to the share capital as adjusted, if applicable, to reflect transactions affecting the share capital after the date of this General Meeting, and (ii) when shares are repurchased to promote liquidity under the conditions defined by the General Regulation of the French Financial Markets Authority (Autorité des marchés financiers – AMF), the number of shares taken into account in calculating the above ten percent (10%) limit corresponds to the number of shares purchased, less the number of shares resold during the period of the authorization;
 - The acquisitions made by the Company may not, under any circumstances, result in the Company holding, directly or indirectly, more than ten percent (10%) of its share capital at any given time.

This authorization is intended to enable the Company to pursue the following objectives, in compliance with applicable legislative and regulatory provisions:

(i) to fulfill obligations related to stock option plans, free share awards, employee savings plans, or other forms of share allocations to employees and/or corporate officers of the Company and/or its affiliated companies or entities,

(ii) to hold shares for subsequent use as consideration in potential external growth transactions,

(iii) to deliver shares upon the exercise of rights attached to securities giving access to the Company's share capital,

(iv) where applicable, to enhance the liquidity of the Company's shares, in particular by way of a liquidity agreement with an investment services provider operating independently under a liquidity contract compliant with a code of conduct recognized by the AMF,

(v) to cancel repurchased shares, subject to the adoption of the 16th resolution below, and

(vi) more generally, to carry out any transaction permitted by applicable regulations and any market practice that may be accepted by the AMF.

These transactions of purchase, sale, exchange, or transfer may be carried out by any means, including on a regulated market, on a multilateral trading facility, through a systematic internaliser, or over-the-counter, including by acquisition or sale of blocks of shares, or through the use of financial instruments, notably derivative instruments traded on a regulated market, on a multilateral trading facility, through a systematic internaliser, or over-the-counter, or through the use of warrants, in accordance with the legal and regulatory provisions applicable at the time of the transaction, and at such times as the Board of Directors of the Company, or the person acting on its delegation, shall deem appropriate. The maximum portion of the share capital that may be acquired or transferred in block trades may represent the entire program.

These transactions may be carried out at any time, subject to applicable regulations, including during a public offer initiated by the Company or targeting its securities, subject to the applicable legal and regulatory provisions governing such matters.

This authorization would be granted for a period of eighteen (18) months from the date of this General Meeting. It would terminate, with immediate effect and for its unused portion, the authorization granted by the Combined General Meeting of June 28, 2024, under its 10th resolution.

7. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE CAPITAL INCREASES WITH SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS MAINTAINED (8TH RESOLUTION)

We propose to delegate to the Board of Directors, with the possibility of sub-delegation to any person legally authorized, full authority to carry out, on one or more occasions, in France or abroad, at such times and in such proportions as it shall determine, the issuance, with shareholders' preferential subscription rights maintained, of shares as well as any other securities, including through the free allocation of share subscription warrants, giving access to the share capital of the Company or of any company in which the Company holds, directly or indirectly, more than half of the share capital, or which holds, directly or indirectly, more than half of the Company's share capital, it being specified that such new shares shall carry the same rights as existing shares, subject to their effective date of dividend entitlement.

In the event of a capital increase in the form of a free allocation of shares, fractional rights will neither be negotiable nor transferable, and the corresponding shares will be sold. The proceeds from such sale will be allocated to the holders of said rights within the time limits provided by applicable regulations.

The securities giving access to the Company's share capital may consist in particular of debt securities, or be associated with the issuance of such securities, or allow for their issuance as intermediate securities; they may notably take the form of subordinated or non-subordinated securities, whether fixed-term or perpetual.

The maximum nominal amount of share capital increases that may be carried out immediately and/or in the future under this delegation shall not exceed €500,000,000, it being specified that this amount shall count against the overall ceiling referred to in the 13th resolution. To these ceilings shall be added, where applicable, the nominal amount of any additional shares to be

issued in order to preserve, in accordance with the law and any applicable contractual provisions providing for other adjustment cases, the rights of holders of securities or other rights giving access to the Company's share capital.

The nominal amount of debt securities that may be issued under this delegation shall not exceed €10,000,000,000 or its equivalent in euros at the date of the issuance decision, it being noted that this amount shall also count against the overall ceiling referred to in the 13th resolution.

Shareholders shall have the right, in accordance with the legal and regulatory provisions in force, to subscribe on an irreducible basis to the securities issued under this delegation. The Board of Directors may grant shareholders a reducible subscription right.

In the event of insufficient subscriptions, the Board of Directors may implement, in the order it determines and under the conditions provided for by law, any of the options set forth in Article L. 225-134 of the French Commercial Code, and in particular limit the amount of the issuance to the amount of subscriptions received, provided that such amount reaches at least three-quarters of the originally decided issuance, or offer all or part of the unsubscribed securities to the public.

Shares held by the Company shall not be taken into account when determining the preferential subscription rights attached to the other shares.

This delegation of authority, if approved, shall automatically entail a waiver by the shareholders of their preferential subscription rights to the shares to which the securities giving access to the capital of the Company, issued pursuant to this delegation, may entitle them, either immediately or in the future.

The issuance of share subscription warrants may also be carried out by way of free allocation to holders of existing shares, it being specified that any fractional rights will be sold in accordance with applicable legal and regulatory provisions.

We propose to grant the Board of Directors all powers, with the possibility of sub-delegation to any person legally authorized, to:

- determine the type of securities to be issued and set their issue price, with or without premium, the terms of payment, their effective date (which may be retroactive), the procedures by which the securities issued under this resolution will grant access to ordinary shares of the Company, and carry out any necessary adjustments to preserve the rights of holders of securities giving access to the share capital;
- more generally, determine all the characteristics, amount, and terms of any issuance and of the securities issued, including, where the securities consist of or are associated with debt securities, their fixed or indefinite maturity and their remuneration;
- implement this delegation, in particular by entering into any agreements to ensure the successful completion of any issuance, carry out the issuance(s) in whole or in part, in France and/or abroad and/or on the international market, on one or more occasions, at its discretion, and if necessary, postpone or cancel the issuance(s), record their completion, amend the Company's bylaws accordingly, allocate the costs of the capital increase to the related premiums, deduct from such premiums the sums necessary to bring the legal reserve up to one-tenth of the new capital, carry out all formalities and filings, and request any authorizations required to ensure the successful completion of the issuances.

This delegation of authority, which would supersede any prior delegation of the same nature for future operations, would be granted for a period of twenty-six (26) months from the date of this General Meeting.

In accordance with Article L. 225-135 of the French Commercial Code, when this delegation of authority is used, the Board of Directors shall prepare a report on the final terms of the transaction, which shall be presented to the next Annual General Meeting.

8. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE CAPITAL INCREASES WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS THROUGH A PUBLIC OFFERING (9TH RESOLUTION)

Nous vous proposons de déléguer au Conseil d'administration, avec faculté de subdélégation à toute personne habilitée par la loi, toute compétence à l'effet de procéder à l'émission, sans droit préférentiel de souscription, en une ou plusieurs fois, dans les proportions et aux époques qu'il appréciera, soit en euros, soit en toute autre monnaie ou unité monétaire établie par référence à plusieurs monnaies, tant en France qu'à l'étranger, d'actions ainsi que de toutes autres valeurs mobilières donnant accès au capital de la Société ou de toute société qui posséderait directement ou indirectement plus de la moitié de son capital ou dont elle posséderait directement ou indirectement plus de la moitié du capital, lesdites actions conférant les mêmes droits que les actions anciennes, sous réserve de leur date de jouissance, par voie d'offre au public à l'exclusion des offres au public visées au 1° de l'article L. 411-2 du Code monétaire et financier, étant précisé que la souscription pourra être opérée en espèces ou par compensation et qu'est exclue l'émission de toute action de préférence et de toutes valeurs mobilières donnant accès immédiatement ou à terme à des actions de préférence.

Les valeurs mobilières donnant accès au capital de la Société ainsi émises pourront notamment consister en des titres de créance ou être associées à l'émission de tels titres, ou encore en permettre l'émission comme titres intermédiaires ; elles pourront revêtir notamment la forme de titres subordonnés ou non, à durée déterminée ou non.

Le montant nominal maximum des augmentations de capital social susceptibles d'être réalisées immédiatement et/ou à terme en vertu de la présente délégation, ne pourra excéder 500.000.000 euros, étant précisé que ce montant s'imputera sur le plafond global visé à la 13^{ème} résolution.

A ces plafonds s'ajoutera, le cas échéant, la valeur nominale des actions à émettre pour préserver, conformément à la loi et, le cas échéant, aux stipulations contractuelles prévoyant d'autres cas d'ajustement, les droits des titulaires de valeurs mobilières ou autres droits donnant accès au capital de la Société.

Le montant nominal des titres de créance qui seraient émis en vertu de la présente délégation ne pourra excéder 10.000.000.000 euros ou leur contre-valeur en euros à la date de la décision d'émission, étant précisé que ce montant s'imputera sur le plafond global visé à la 13^{ème} résolution.

Le droit préférentiel de souscription des actionnaires aux titres émis en vertu de la présente délégation par voie d'offre au public sera supprimé, étant entendu que le Conseil d'administration pourra, en application des dispositions de l'article L. 22-10-51 du Code de commerce, conférer aux actionnaires une faculté de souscription par priorité sur tout ou partie de l'émission, pendant un délai et les modalités qu'il fixera en conformité avec les dispositions légales et réglementaires en vigueur. Cette priorité de souscription ne donnera pas lieu à la création de droits négociables, mais pourra, si le Conseil d'administration l'estime opportun, être exercée tant à titre irréductible que réductible.

En cas d'insuffisance des souscriptions, le Conseil d'administration pourra utiliser, dans les conditions prévues par la loi et dans l'ordre qu'il déterminera, l'une ou l'autre des facultés prévues à l'article L. 225-134 du Code de commerce, et notamment celle de limiter l'émission au montant des souscriptions reçues à la condition que celui-ci atteigne les trois-quarts au moins de l'émission décidée.

La présente délégation de compétence que nous soumettons à votre approbation emporterait de plein droit au profit des porteurs de valeurs mobilières donnant accès au capital de la Société qui seraient émises en application de la présente délégation, renonciation des actionnaires à leur droit préférentiel de souscription aux actions auxquelles ces valeurs mobilières pourront donner droit immédiatement ou à terme.

Le prix d'émission des actions de la Société émises dans le cadre de la présente délégation sera au moins égal à la moyenne pondérée des cours des vingt (20) dernières séances de bourse précédant sa fixation éventuellement diminuée d'une décote maximale de 15 %, après correction, s'il y a lieu, de ce montant, pour tenir compte de la différence de date de jouissance.

Le prix d'émission des valeurs mobilières donnant accès au capital de la Société sera tel que les sommes perçues immédiatement par la Société, augmentées des sommes susceptibles d'être perçues ultérieurement par la Société pour chaque action émise en conséquence de l'émission de ces autres valeurs mobilières, soient au moins égales au prix d'émission défini à l'alinéa ci-dessus, après correction, s'il y a lieu, de ce montant, pour tenir compte de la différence de date de jouissance.

Nous vous demandons de conférer au Conseil d'administration tous pouvoirs, avec faculté de subdélégation à toute personne habilitée par la loi, pour :

- arrêter les caractéristiques, montant et modalités de toute émission ainsi que des titres émis et notamment, déterminer la catégorie des titres émis et fixer leur prix de d'émission, avec ou sans prime, les modalités de leur libération, leur date de jouissance éventuellement rétroactive ; les modalités par lesquelles les valeurs mobilières émises sur le fondement de la présente résolution donneront accès à des actions ordinaires de la Société et procéder à tous les ajustements requis pour protéger les droits des titulaires de valeurs mobilières donnant accès au capital,
- plus généralement, déterminer l'ensemble des caractéristiques, montant et modalités de toute émission et des titres émis et lorsque les valeurs mobilières émises consisteront ou seront associés à des titres de créance, leur durée déterminée ou non et leur rémunération,

- mettre en œuvre la présente résolution, notamment en passant toute convention à cet effet, en particulier en vue de la bonne fin de toute émission, pour procéder en une ou plusieurs fois, dans la proportion et aux époques qu'il appréciera, en France et/ou, le échéant, à l'étranger et/ou sur le marché international, aux émissions susvisées – ainsi que, le cas échéant, pour y surseoir – en constater la réalisation et procéder à la modification corrélative des statuts, et imputer les frais de l'augmentation de capital sur le montant des primes et prélever sur ce montant les sommes nécessaires pour porter la réserve légale du dixième du capital social.

Cette délégation de compétence, qui priverait d'effet pour l'avenir toute délégation antérieure de même nature, serait consentie pour une durée de vingt-six (26) mois à compter de la présente assemblée.

Conformément aux dispositions de l'article L.225-135 du Code de commerce, lorsqu'il sera fait usage de la délégation de compétence précitée, le Conseil d'administration établira un rapport sur les conditions définitives de l'opération présenté à l'assemblée générale ordinaire suivante.

9. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE CAPITAL INCREASES WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS THROUGH OFFERS REFERRED TO IN ARTICLE L. 411-2, PARAGRAPH 1 OF THE FRENCH MONETARY AND FINANCIAL CODE (10TH RESOLUTION)

We propose to delegate to the Board of Directors, with the possibility of sub-delegation to any person legally authorized, full authority to carry out, without shareholders' preferential subscription rights, one or more issuances, in such proportions and at such times as it shall determine, in euros or in any other currency or monetary unit established by reference to several currencies, both in France and abroad, of shares and of any other securities giving access to the share capital of the Company or of any company that directly or indirectly holds more than half of its share capital or in which it directly or indirectly holds more than half of the share capital. These new shares shall confer the same rights as existing shares, subject to their effective dividend entitlement date, by way of a public offering, excluding the public offerings referred to in paragraph 1° of Article L. 411-2 of the French Monetary and Financial Code.

Subscriptions may be paid in cash or by set-off against receivables. The issuance of preference shares or any securities giving access, immediately or in the future, to preference shares is expressly excluded.

The securities giving access to the Company's share capital thus issued may consist, in particular, of debt securities or be associated with the issuance of such debt securities, or may enable their issuance as intermediate securities. They may notably be issued in the form of subordinated or non-subordinated securities, with fixed or indefinite maturity.

The maximum aggregate nominal amount of share capital increases that may be carried out immediately and/or in the future pursuant to this delegation shall not exceed €500,000,000, it being specified that this amount shall count against the overall ceiling referred to in the 13th resolution.

This ceiling shall be increased, where applicable, by the nominal amount of additional shares to be issued to preserve the rights of holders of securities or other rights giving access to the Company's share capital, in accordance with legal provisions and, as applicable, with any contractual provisions providing for other adjustment scenarios.

The maximum aggregate nominal amount of debt securities that may be issued under this delegation shall not exceed €10,000,000,000 or the equivalent amount in euros on the date of the issuance decision, it being specified that this amount shall also count against the overall ceiling referred to in the 13th resolution.

The shareholders' preferential subscription right to the securities issued under this delegation by way of a public offering shall be waived, 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 right for all or part of the issuance, within the timeframe and under the terms it shall

determine in accordance with applicable 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 on both an irreducible and reducible basis.

In the event of insufficient subscriptions, the Board of Directors may use, in the order it deems appropriate and in accordance with the law, any of the options provided for under Article L. 225-134 of the French Commercial Code, including the option to limit the issuance to the amount of subscriptions received, provided such amount reaches at least three-quarters of the amount initially decided.

This delegation of authority, if approved, shall automatically entail a waiver by shareholders of their preferential subscription rights to the shares to which the securities giving access to the share capital of the Company, issued under this delegation, may entitle them, either immediately or in the future.

The issue price of the Company's shares issued under this delegation shall be at least equal to the weighted average of the Company's share prices over the last twenty (20) trading sessions preceding the setting of the issue price, reduced, if applicable, by a maximum discount of 15%, after adjusting, if necessary, for any difference in dividend entitlement date.

The issue price of securities giving access to the Company's share capital shall be such that the amounts received immediately by the Company, plus any amounts that may be received subsequently by the Company for each share issued as a result of the exercise or conversion of such securities, are at least equal to the above-mentioned issue price, after adjusting, if necessary, for any difference in dividend entitlement date.

We request that you grant the Board of Directors full powers, with the option of sub-delegation to any person legally authorized, to:

- determine the characteristics, amount, and terms of any issuance and of the securities issued, including the category of securities to be issued, their issue price with or without premium, the terms of payment, their effective date (which may be retroactive), the terms and conditions under which the securities issued under this resolution shall give access to ordinary shares of the Company, and to make any necessary adjustments to protect the rights of holders of securities giving access to the share capital;
- more generally, determine all the characteristics, amount, and terms of any issuance and of the securities issued, and, where applicable, in the case of debt securities, their maturity (fixed or indefinite) and their remuneration;
- implement this resolution, in particular by entering into any agreements necessary to ensure the success of any issuance, to carry out such issuances, in whole or in part, in France and/or abroad and/or on the international market, at such times and in such proportions as it shall determine – and, if necessary, to postpone or cancel them – to record their completion, to amend the bylaws accordingly, to allocate the issuance costs to the share premium account and to deduct from the share premium account the amounts necessary to bring the legal reserve to one-tenth of the new share capital.

This delegation of authority, which shall supersede any prior delegation of the same nature with effect for the future, shall be granted for a period of twenty-six (26) months from the date of this General Meeting.

In accordance with Article L. 225-135 of the French Commercial Code, when this delegation is used, the Board of Directors shall prepare a report on the final terms and conditions of the transaction, which shall be presented to the next Annual General Meeting.

10. 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 (11TH RESOLUTION)

We propose to delegate to the Board of Directors, with the possibility of sub-delegation to any person legally authorized, full authority to increase the number of securities to be issued in the event of excess demand, under the conditions described below, in order to provide the Board of Directors with maximum flexibility to implement, based on market conditions, the delegations of authority provided for in the 1st, 2nd, and 3rd resolutions above.

As part of this delegation, we propose to delegate to the Board of Directors, for each issuance with or without shareholders' preferential subscription rights that may be carried out pursuant to the delegations of authority described in the 8th, 9th, and 10th resolutions above (subject to their approval), the necessary powers to increase the number of securities to be issued, in accordance with the provisions of Article L. 225-135-1 of the French Commercial Code and within the overall ceiling referred to in the 13th resolution, should excess demand be recorded.

This option may be exercised by the Board of Directors within thirty (30) days of the close of the subscription period, up to a limit of 15% of the initial issuance and at the same price as that applied to the initial issuance, in accordance with Article R. 225-118 of the French Commercial Code.

This delegation of authority, which would supersede any prior delegation of the same nature for future use, would be granted for a period of twenty-six (26) months from the date of this General Meeting.

In accordance with Article L. 225-135 of the French Commercial Code, when this delegation is used, the Board of Directors shall prepare a report on the final terms and conditions of the transaction, which shall be presented at the next Annual General Meeting.

11. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE ORDINARY SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE CAPITAL, WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS IN FAVOR OF SPECIFIC CATEGORIES OF BENEFICIARIES (12TH RESOLUTION)

We propose to delegate to the Board of Directors, with the possibility of sub-delegation to any person legally authorized, full authority to decide, without shareholders' preferential subscription rights, one or more issuances, in such proportions and at such times as it shall determine, in euros or in any other currency or monetary unit established by reference to several currencies, both in France and abroad, of shares and any other securities giving access to the share capital of the Company or of any company in which the Company directly or indirectly holds more than half of the share capital. The new shares shall carry the same rights as existing shares, subject to their effective dividend entitlement date.

The securities giving access to the Company's share capital that may be issued under this delegation may also be issued by any company in which the Company directly or indirectly holds more than half of the share capital.

The issuance of preference shares and of securities giving access to preference shares is expressly excluded.

The total nominal amount of capital increases that may be carried out under this delegation shall not exceed €500,000,000, it being specified that this amount shall count against the overall ceiling referred to in the 13th resolution below. To this ceiling shall be added, where applicable, the nominal value of shares to be issued to preserve, in accordance with applicable law and any contractual provisions that may provide for other adjustment scenarios, the rights of holders of securities or other rights giving access to the share capital of the Company.

The securities giving access to the share capital of the Company may notably consist of debt securities, be associated with the issuance of such securities, or permit their issuance as intermediate securities. They may notably take the form of subordinated or unsubordinated

securities, with fixed or indefinite maturity, and may be issued in euros, foreign currencies, or any monetary units established by reference to multiple currencies.

The total nominal amount of debt securities that may be issued under this delegation shall not exceed €10,000,000 or its equivalent in foreign currencies or in monetary units established by reference to several currencies, and this amount shall count against the overall ceiling referred to in the 13th resolution below.

Shareholders' preferential subscription rights to the shares and other securities issued under this delegation shall be waived.

The shares and other securities issued under this delegation shall be reserved for the following categories of beneficiaries:

- In the context of an offering as referred to in Article L. 411-2, paragraph 1° of the French Monetary and Financial Code for French investors and, under equivalent provisions, for foreign investors: natural or legal persons (including companies), trusts or investment funds, or other investment vehicles, regardless of their legal form, governed by French or foreign law, that regularly invest (or whose management companies or entities/persons making investment decisions regularly invest) in the fields of Web2/Web3, data intelligence, artificial intelligence, fintech, cryptocurrencies and/or blockchain technology; and/or
- Companies, institutions, groups or entities, regardless of their legal form, French or foreign, conducting a significant part of their activities in the fields of Web2/Web3, data intelligence, artificial intelligence, fintech, cryptocurrencies and/or blockchain technology and/or investment services, and that may potentially enter into an industrial and/or commercial partnership with the Company.

We request that full powers be granted to the Board of Directors, with the possibility of sub-delegation as permitted by law, to:

- Determine the specific list of beneficiaries within the above categories and the number of securities to be allocated to each of them.

If the subscriptions do not cover the entire issuance of shares or securities giving access to the share capital made under this delegation, the Board of Directors may limit the issuance to the amount of subscriptions received, provided that it represents at least three-quarters of the initial issuance.

This delegation shall entail, as of right, the shareholders' waiver of their preferential subscription rights to the shares of the Company to which the securities that may be issued under this delegation may entitle them.

The issue price of the Company's shares issued under this delegation shall be at least equal to the weighted average trading price of the Company's shares over the last twenty (20) trading sessions preceding the date the price is set, reduced, where applicable, by a maximum discount of 15%, after adjustment, if necessary, to reflect differences in dividend entitlement dates.

The issue price of the securities giving access to the Company's share capital shall be such that the amounts received immediately by the Company, plus the amounts that may be received later by the Company for each share issued as a result of the exercise or conversion of said securities, shall be at least equal to the issue price defined above, after adjustment, if necessary, to reflect differences in dividend entitlement dates.

The Board of Directors shall have full powers, with the option of sub-delegation under the conditions set by law, to implement this delegation and in particular to:

- Determine the characteristics, amount, and terms of any issuance and of the securities issued, including the category of securities and, within the limits of this delegation and as outlined in the Board's report, set their subscription price, with or without premium, the terms of payment (which may be in cash and/or by set-off against liquid and due claims, or partially in cash and partially by capitalization of reserves, retained earnings or issue premiums), their dividend

entitlement date, which may be retroactive, the terms under which the securities issued under this delegation will give access to newly issued shares of the Company, the conditions under which such securities may also give access to existing equity securities or to the Company's debt securities, the redemption terms, the possibility of cancellation, and the potential suspension of the rights to subscribe to the ordinary shares of the Company attached to the securities;

- Determine, where applicable, in the case of debt securities, their maturity (fixed or indefinite), whether they are subordinated or not, and their remuneration;
- Take any necessary measures to protect the rights of holders of securities or other rights giving access to the share capital, in accordance with applicable legal and regulatory provisions and, where applicable, contractual provisions providing for other adjustment mechanisms;
- Allocate, where necessary, the expenses of the capital increases to the issue premiums and, if deemed appropriate, deduct from these premiums the amounts necessary to bring the legal reserve up to one-tenth of the new capital;
- Enter into any agreements, particularly to ensure the successful completion of any issuance, to carry out, on one or more occasions, in France and/or abroad and at such times and in such proportions as it shall determine, the above-mentioned issuances or, if necessary, to postpone them;
- Arrange, if applicable, for the listing on Euronext Growth and/or any other financial market outside the European Economic Area of the ordinary shares, securities to be issued, or shares resulting from the exercise of securities granting access to capital; and
- Record the completion of the capital increases resulting from this delegation and amend the bylaws accordingly, as well as carry out any formalities and filings, and request any authorizations necessary for the proper implementation and successful completion of the issuances.

Should the Board of Directors make use of the delegation of authority granted by this resolution, it shall report on such use to the next Annual General Meeting, in accordance with applicable laws and regulations.

This delegation of authority, which shall supersede any prior delegation of the same nature with effect for the future, shall be granted for a period of eighteen (18) months from the date of this General Meeting.

In accordance with Article L. 225-135 of the French Commercial Code, when this delegation is used, the Board of Directors shall prepare a report on the final terms and conditions of the transaction, which shall be presented to the next Annual General Meeting.

12. SETTING OF A GLOBAL CEILING ON ISSUANCES (13TH RESOLUTION)

We propose to set the aggregate nominal amount of share capital increases, whether immediate and/or deferred, that may be carried out pursuant to the delegations of authority granted by the above resolutions at **€500,000,000** (or the 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 the share capital, in accordance with applicable legislative and regulatory provisions and, where applicable, with any contractual provisions providing for other adjustment scenarios.

We also propose to set the aggregate nominal amount of debt securities giving access to the share capital of the Company that may be issued pursuant to the delegations of authority granted by the above resolutions at €10,000,000,000 or its equivalent in euros, it being specified that this ceiling shall not apply to issuances of debt securities decided or authorized by the Board of

Directors in accordance with Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

13. AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO AWARD EXISTING OR NEWLY ISSUED FREE SHARES OF THE COMPANY (14TH RESOLUTION)

We propose to authorize the Board of Directors to proceed, on one or more occasions, with the free allocation of existing or newly issued shares of the Company to employees and/or corporate officers it shall designate, from 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 set out in Article L. 225-197-2 of the French Commercial Code, or certain categories thereof.

The Board of Directors would determine the identity of the beneficiaries of such allocations, the number of shares to be granted, and the conditions and criteria for allocation, it being specified that the final acquisition of the shares may be subject to conditions to be defined by the Board of Directors on the date of allocation.

The total number of free shares granted under this authorization may not exceed **15% of the Company's share capital** as of the date of the Board of Directors' decision to grant free shares, excluding any adjustments that may be made in accordance with applicable legislative and regulatory provisions and, where applicable, with contractual provisions providing for other adjustment scenarios to protect the rights of holders of securities or other rights giving access to the share capital. For this purpose, it is proposed that the Board of Directors be authorized, if necessary, to increase the share capital by incorporating profits, reserves, or share premiums up to the corresponding amount.

The allocation of shares to beneficiaries shall become definitive at the end of an acquisition period, the duration of which shall be determined by the Board of Directors, it being specified that this period shall not be less than one year, and that beneficiaries must hold the shares for a period to be set by the Board of Directors, which shall not be less than one year from the final vesting date of said shares. However, it is proposed to authorize the Board of Directors, if the acquisition period for all or part of one or more allocations is equal to or greater than two years, to waive any holding period for the shares concerned.

Furthermore, in the event that a beneficiary becomes disabled and falls under category 2 or 3 as defined in Article L. 341-4 of the French Social Security Code, the shares shall vest definitively prior to the end of the remaining acquisition period.

The said shares shall be freely transferable from the date of their delivery.

This authorization shall, as of right, entail a waiver by shareholders of their preferential subscription rights to the shares to be issued under this resolution, for the benefit of the beneficiaries.

We request that full powers be granted to the Board of Directors, with the option of delegation within the legal and regulatory limits, to implement this delegation, and in particular to:

- set, where applicable, the terms and conditions of the issuances made under this authorization,
- determine the duration of the acquisition period and, where applicable, of the holding period under the above conditions,
- carry out, if necessary during the acquisition period, adjustments to the number of shares granted free of charge in the event of corporate actions affecting the Company's share capital in order to preserve the rights of beneficiaries. It is specified that any shares thus granted as adjustments shall be deemed to have been granted on the same date as the original shares,
- in the event of the allocation of newly issued shares, determine the amount and nature of

reserves, retained earnings, or share premiums to be capitalized and set up the required unavailable reserve by drawing on the relevant accounts,

- set the dividend entitlement date, including retroactively, of the new shares resulting from free share allocations,
- record, where applicable, the completion of capital increases, amend the bylaws accordingly, carry out all required publicity and filing formalities, and take all necessary actions for the issuance, listing, and financial servicing of the securities issued under this resolution, and more generally, to take any action necessary for the proper implementation of this resolution.

The Board of Directors shall report annually to the Ordinary General Meeting, in accordance with legal and regulatory requirements, in particular Article L. 225-197-4 of the French Commercial Code, on the transactions carried out under this authorization.

This delegation of authority, which would render null and void any previous delegation of the same nature, notably that granted by the Combined General Meeting of June 28, 2024, shall be granted for a period of twenty-six (26) months from the date of this General Meeting.

14. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL BY INCORPORATING PREMIUMS, RESERVES, PROFITS, OR OTHER AMOUNTS (15TH RESOLUTION)

We propose to delegate to the Board of Directors the necessary authority to carry out, on one or more occasions, at such times and in such proportions as it shall determine, capital increases by capitalization of premiums, reserves, retained earnings, or any other amounts whose capitalization is legally and statutorily permitted, in the form of (i) free allocations of new shares, (ii) an increase in the nominal value of existing shares, or (iii) a combination of both methods.

The maximum aggregate nominal amount of capital increases that may be carried out under this delegation shall not exceed **€10,000,000,000**, it being specified that this amount shall count against the overall ceiling referred to in the 13th resolution.

In the event of a free allocation of shares, any fractional entitlements shall neither be negotiable nor transferable, and the corresponding shares shall be sold; the proceeds of such sale shall be allocated to the holders of the rights under the conditions provided by applicable laws and regulations.

New shares allocated in respect of existing shares benefiting from double voting rights shall carry such double voting rights as from their issuance.

We request that full powers be granted to the Board of Directors, with the possibility of sub-delegation as permitted by law, to implement this delegation, and in particular to:

- determine the amount and nature of the amounts to be capitalized, set the number of new shares to be issued and/or the amount by which the nominal value of existing shares forming part of the share capital shall be increased, and determine the effective date, which may be retroactive, from which the new shares shall carry dividend rights or on which the nominal value increase shall take effect;
- carry out any adjustments required in accordance with applicable legislative and regulatory provisions, and determine the terms under which the rights of holders of securities giving access to the share capital shall be preserved, where applicable;
- record the completion of each capital increase and make the corresponding amendments to the bylaws; and
- more generally, take any and all measures and carry out any formalities necessary to ensure the successful completion of each capital increase.

This delegation of authority, which would render null and void any previous delegation of the same nature with effect for the future, shall be granted for a period of **twenty-six (26) months** from the date of this General Meeting.

15. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE CAPITAL INCREASES FOR THE BENEFIT OF EMPLOYEES WHO ARE MEMBERS OF A COMPANY SAVINGS PLAN, WITH WAIVER OF PREFERENTIAL SUBSCRIPTION RIGHTS IN THEIR FAVOR (17TH RESOLUTION)

We propose to delegate to the Board of Directors the necessary authority to decide, on one or more occasions, to carry out a share capital increase, up to a maximum nominal amount representing three percent (3%) of the Company's share capital (as of the date of the issuance), by issuing shares or other equity securities reserved for members of one or more company savings plans (or any other plan for which Articles L. 3332-1 et seq. of the French Labor Code allow capital increases to be reserved under equivalent conditions),

implemented by the Company or within the group composed of the Company and the companies included in the same scope of consolidation (hereinafter, the "Company Savings Plan Beneficiaries").

In the event this delegation is used, shareholders' preferential subscription rights shall be waived, and the subscription of securities issued pursuant to this delegation shall be reserved for the

Company Savings Plan Beneficiaries.

The subscription price for each share or other equity security issued pursuant to this delegation shall be determined by the Board of Directors in accordance with the provisions of Articles L. 3332-18 et seq. of the French Labor Code.

The nominal amount of any capital increase carried out under this delegation shall count against the overall ceiling referred to in the 13th resolution.

We propose to grant full powers to the Board of Directors to implement this delegation and, in particular, to set the terms and conditions of the issuances to be carried out under this delegation, to record the completion of the capital increase(s) made pursuant to this delegation, to amend the bylaws accordingly, and more generally, to take any and all actions necessary for the proper implementation of this delegation.

This delegation of authority, which shall supersede any prior delegation of the same nature with effect for the future, shall be granted for a period of twenty-six (26) months from the date of this General Meeting.

16. DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO CARRY OUT A REVERSE SHARE SPLIT THROUGH THE EXCHANGE OF SHARES (18TH RESOLUTION)

We remind you that, as of the date of this report, the share capital of the Company amounts to €4,086,979.52, divided into 102,174,488 shares with a nominal value of €0.04 each.

Given the very low nominal value of the shares, and depending on the Company's stock market price and the requirements of certain financial transactions, it may be appropriate to carry out a reverse stock split.

Accordingly, we propose that you decide on the reverse stock split of the shares comprising the Company's share capital, such that a maximum of ten (10) existing shares shall be exchanged for one (1) new share, and that you grant the Board of Directors all necessary powers to implement the reverse stock split.

To this end, and if necessary, we propose that you authorize the Board of Directors to make use of any existing authorizations and delegations to cancel the number of Company shares required to ensure that the share capital is divided into a whole number of shares divisible by a maximum of ten.

We inform you that shareholders will have a period of thirty (30) days from the start of the reverse stock split operations to carry out any purchases or sales of shares necessary for the reverse split. Shares that cannot be individually allocated and correspond to fractional rights will be sold in accordance with the conditions and procedures set out in Articles L. 228-6-1 and R. 228-12 of the French Commercial Code.

At the end of the reverse stock split period, unexchanged shares will lose their voting rights and will no longer be included in quorum calculations. Their entitlement to future dividends will be suspended, it being specified that each new share resulting from the reverse stock split shall carry one voting right.

The new shares resulting from the reverse stock split will have the same characteristics and confer the same rights as the old shares they replace.

We propose to grant full powers to the Board of Directors, with the possibility of sub-delegation, to:

- set the start date of the reverse stock split operations, which shall occur no earlier than fifteen (15) days after the publication of the reverse split notice by the Company in the Bulletin des Annonces Légales Obligatoires (BALO);
- publish all notices and complete all formalities required by law;
- record and determine the exact number of shares to be consolidated and the exact number of

shares resulting from the reverse stock split before the beginning of the operations;

- suspend, if necessary, for a period not exceeding three (3) months, the exercise of securities giving access to the share capital, in order to facilitate the reverse stock split operations;
- carry out all operations and formalities, and enter into any agreements relating to the sale of fractional rights; make the corresponding amendments to the Company's bylaws;
- determine and implement, if applicable, any adjustments (including cash adjustments) to the rights of holders of stock options, free share grants, or any other securities giving access to the share capital of the Company;
- carry out all required publicity formalities; and
- more generally, take any and all measures and carry out any actions necessary or useful for the proper implementation of the reverse stock split under the conditions described above and in accordance with applicable regulations.

This delegation of authority, which would render null and void any previous delegation of the same nature with effect for the future, shall be granted for a period of twelve (12) months from the date of this General Meeting.

17. POWERS FOR FORMALITIES (19TH RESOLUTION)

Lastly, it will be proposed, as is customary, to grant full powers to the bearer of an original, a copy or an excerpt of the minutes of this General Meeting to carry out all legal or administrative formalities and to make all filings and publications required under applicable legislation.

18. BUSINESS PERFORMANCE SINCE THE BEGINNING OF THE FISCAL YEAR

The performance of the Company's business and the significant events that have occurred since December 31, 2024, are described in the annual financial report made available to shareholders on the Company's website.

We believe that the information provided above will enable you to make informed decisions that are in your best interests.

We therefore kindly ask you to vote the resolutions submitted to you.

The Board of Directors