

# MERCIALYS

## Instructions for indicating your method of participation in the General Shareholders' Meeting

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### Online

Mercialys offers its shareholders the option (*prior to the Meeting*) of indicating their method of participation in the Meeting via VOTACCESS, a secure online platform that can be accessed:

- for those shareholders holding their shares in direct registered form, by logging onto the PLANETSHARES website (<https://planetshares.bnpparibas.com>) and entering the same login information they use to access their registered account,
- for those shareholders holding their shares in indirect registered form, by logging onto the PLANETSHARES website (<https://planetshares.bnpparibas.com>) and entering the login information provided in the top right-hand corner of the voting form attached to the notice of meeting brochure they received from the Company by post,
- for those shareholders holding their shares in bearer form <sup>(1)</sup>, via the account manager's website, provided the latter subscribes to the VOTACCESS platform.

<sup>(1)</sup> *Only those holders of bearer shares whose respective account managing institutions have both subscribed to the VOTACCESS system and offer their clients this service in the context of Mercialys's General Shareholders' Meeting, will be granted access to this online platform.*

*Access to the VOTACCESS platform via the web portal of the shareholders' account managing institution can be subject to specific conditions of use defined by the aforementioned institution.*

*As a result, any bearer form shareholders interested in this service should contact their respective account managing institutions for further information on said conditions of use.*

**The VOTACCESS platform can be accessed  
from the date on which shareholders receive their notice to attend the General Shareholders' Meeting  
until 3 PM. (Paris time) on the day before the General Shareholders' Meeting.**

It is recommended that shareholders not wait until the eve of the Meeting to indicate their method of participation.

# MERCIALYS

## Via the Voting Form

The shareholder must indicate his or her choice by filling out the voting form enabling him or her to vote by post or by proxy:

You wish to attend the General Shareholders' Meeting:  
check this box

**IMPORTANT** : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - **Important** : Before selecting please refer to instructions on reverse side

Quelle que soit l'option choisie, noircir comme ceci  la ou les cases correspondantes, dater et signer au bas du formulaire - **Whichever option is used, shade box(es) like this, date and sign at the bottom of the form**

A.  Je désire assister à cette assemblée et demande une carte d'admission : dater et signer au bas du formulaire / **I wish to attend the shareholders' meeting and request an admission card : date and sign at the bottom of the form.**

B.  J'utilise le formulaire de vote par correspondance ou par procuration ci-dessous, selon l'une des 3 possibilités offertes / **I prefer to use the postal voting form or the proxy form as specified below.**

**ASSEMBLÉE GÉNÉRALE ORDINAIRE ET EXTRAORDINAIRE**  
Convoquée le [date] à [heure]  
[lieu]

**ORDINARY AND EXTRAORDINARY GENERAL MEETING**  
To be held on [date] at [time]  
[location]

**CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY**

Identifiant - Account

Nombre d'actions / Number of shares

Nombre de voix - Number of voting rights

Nominatif / Registered

Porteur / Bearer

Vote simple / Single vote

Vote double / Double vote

**JE VOTE PAR CORRESPONDANCE / I VOTE BY POST**  
Cf. au verso (2) - See reverse (2)

Je vote  OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directeur ou la Gérance, à l'EXCEPTION de ceux qui je signale en notifiant comme ceci  la case correspondante et pour lesquels je vote NON ou je m'abstiens.

**I vote YES all the draft resolutions approved by the Board of Directors EXCEPT those indicated by a shaded box - like this , for which I vote NO or I abstain.**

**JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE**  
Cf. au verso (3)

**I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING**  
See reverse (3)

**JE DONNE POUVOIR A :** Cf. au verso (4)

**I HEREBY APPOINT :** See reverse (4)

M, Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name

Adresse / Address

**ATTENTION ;** s'il s'agit de titres au porteur, les présentes instructions ne seront valides que si elles sont directement retournées à votre banque.

**CAUTION ;** if it is about bearer securities, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1).

Surname, first name, address of the shareholder (Change regarding this information have to be notified to relevant institution, no change can be made using this proxy form). See reverse (1)

		OUI / Non/No											Non/No												
		Yes											Abst/Abs												
		Abst/Abs											Abst/Abs												
FORMULAIRE DÉDIÉ AUX SOCIÉTÉS FRANÇAISES / FORM RELATED TO FRENCH COMPANIES	1	2	3	4	5	6	7	8	9																
	10	11	12	13	14	15	16	17	18																
	19	20	21	22	23	24	25	26	27																
	28	29	30	31	32	33	34	35	36																
	37	38	39	40	41	42	43	44	45																
	<p>Si des amendements ou des résolutions nouvelles étaient présentés en assemblée / In case amendments or new resolutions are proposed during the meeting</p> <p>- Je donne pouvoir au Président de l'Assemblée Générale de voter en mon nom. / I appoint the Chairman of the general meeting to vote on my behalf. ....</p> <p>- Je m'abstiens [abstention équivaut à un vote contre] / I abstain from voting (is equivalent to vote NO)</p> <p>- Je donne procuration [cf. au verso verso (4)] à M., Mme ou Mlle, Raison Sociale pour voter en mon nom / I appoint [see reverse (4)] Mr, Mrs or Miss, Corporate Name to vote on my behalf</p> <p>Pour être prise en considération, toute formule doit parvenir au plus tard : In order to be considered, this completed form must be returned at the latest</p> <p>sur 1<sup>ère</sup> convocation / on 1st notification      sur 2<sup>ème</sup> convocation / on 2nd notification [date] / [date]</p> <p>à / to BNP PARIBAS SECURITIES SERVICES, CTS Assemblées, Grands Moulins de Pantin - 93761 PANTIN Cedex</p>																								

Date & Signature

You wish to vote by post: check this box and follow the instructions

Fill out only if you have received information on submitted draft resolutions

You wish to give proxy to the Chairman of the Meeting: follow the instructions

You wish to appoint your spouse or any other person as your representative: check this box and provided the contact information for said representative

For those shareholders holding their shares in registered form (direct or indirect), the form is attached to the notice of meeting brochure they received from the Company by post. The completed form must be returned to BNP PARIBAS SECURITIES SERVICES in the T envelope provided.

Shareholders holding their shares in bearer form must obtain the form for voting by postal mail or the form for voting by proxy either from his or her financial intermediary or from the Company's website at [www.mercialys.com](http://www.mercialys.com).

The completed form must be returned to the Company's registered headquarters or to BNP PARIBAS SECURITIES SERVICES. It must be sent along with a participation certificate issued by the duly authorised financial intermediary.

In the event that any voting form (for voting by post or by proxy) received fails to specify a representative, the Chairman of the General Shareholders' Meeting will cast a vote in favour of the adoption of draft resolutions approved by the Board of Directors and a vote against the adoption of any other draft resolutions.

# MERCIALYS

Under no circumstances can a shareholder return a voting form containing instructions to vote both by proxy and by post.

Pursuant to applicable legal and regulatory provisions,  
the form for voting by post must reach  
the Company's registered headquarters or BNP PARIBAS SECURITIES SERVICES  
no later than 3 days before the General Shareholders' Meeting.

A SHAREHOLDER VOTING ONLINE  
MUST REFRAIN FROM MAILING IN A VOTING FORM  
AND, CONVERSELY, A SHAREHOLDER MAILING IN A VOTING FORM MUST REFRAIN FROM  
VOTING ONLINE.