

MERCIALYS

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

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.uptevia.pro.fr>) 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.uptevia.pro.fr>) 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 ⁽¹⁾, via the account manager's website, provided the latter subscribes to the VOTACCESS platform.

⁽¹⁾ *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.

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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

JE DESIRE ASSISTER A CETTE ASSEMBLEE et demande une carte d'admission : dater et signer au bas du formulaire // I WISH TO ATTEND THE SHAREHOLDER'S MEETING and request an admission card : date and sign at the bottom of the form.

MERCIALYS
 SA au capital de [Capital] €
 Siège social : 16-18, rue du Quatre-Septembre
 75002 PARIS
 424 064 707 RCS PARIS

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

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

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

Identifiant - Account
 Nominatif Registered
 Porteur Bearer
 Vote simple Single vote
 Vote double Double vote
 Nombre de voix - Number of voting rights

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 Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en notifiant comme ceci ■
 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.

Sur les projets de résolutions non agréés, je vote en notifiant la case correspondante à mon choix.
 On the draft resolutions not approved, I cast my vote by shading the box of my choice.

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)
 pour me représenter à l'Assemblée
 I represent me at the above mentioned Meeting
 M., Mme ou Mlle, Raison Sociale / M., Mrs or Mlle, Corporate Name

Adresse / Address

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, 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 (5)
 Surname, first name, address of the shareholder (Change regarding this information has to be notified to relevant institution, no changes can be made using this proxy form). See reverse (5)

Non / No
 Abs.
 1 2 3 4 5 6 7 8 9 10 A B
 Oui / Yes
 Non / No
 Abs.

Non / No
 Abs.
 11 12 13 14 15 16 17 18 19 20 C D
 Oui / Yes
 Non / No
 Abs.

Non / No
 Abs.
 21 22 23 24 25 26 27 28 29 30 E F
 Oui / Yes
 Non / No
 Abs.

Non / No
 Abs.
 31 32 33 34 35 36 37 38 39 40 G H
 Oui / Yes
 Non / No
 Abs.

Non / No
 Abs.
 41 42 43 44 45 46 47 48 49 50 J K
 Oui / Yes
 Non / No
 Abs.

Si des amendements ou des résolutions nouvelles sont présentés en assemblée, je suis NON sauf si je signale au sein d'une case correspondante.
 If new amendments or new resolutions are proposed during the meeting, I vote NO unless I indicate another choice by shading the corresponding box.

Je donne pouvoir au Président de l'Assemblée Générale. / I appoint the Chairman of the general meeting.
 Je donne pouvoir à un autre représentant. / I appoint another representative.
 Je donne pouvoir (cf. au verso) (5) à M., Mme ou Mlle, Raison Sociale pour voter en mon nom.
 I appoint (see reverse) (5) M., Mrs or Mlle, Corporate Name to vote on my behalf.

Signature prise en considération, toute formule doit parvenir au plus tard :
 To be considered, this completed form must be received at the latest date:
 sur 1^{ère} convocation / on 1st notification [date] / [date]
 sur 2^{ème} convocation / on 2nd notification

à la banque / by the bank
 à la société / by the company

* Si le formulaire est renvoyé daté et signé sans qu'aucune case n'ait été cochée (autre que d'adhésion / vote par correspondance / pouvoir au président / pouvoir à mandat), cela vaut automatiquement pouvoir au Président de l'Assemblée Générale.
 * If the form is returned dated and signed but no choice is checked (apart from the one of adhesion / proxy vote / power of attorney to a representative), this automatically applies to the President of the General Meeting.

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

Regardless of your selection, date and sign here

Provide your first name, last name and address here, or make sure they are printed correctly if they already appear

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 UPTEVIA 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.

The completed form must be returned to the Company's registered headquarters or to UPTEVIA. 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.

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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 UPTEVIA
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.