



ESKER

A French public limited company
with an Executive Board and a Supervisory Board
Stated capital €11.849.824

Registered office: 113, Boulevard de Stalingrad
69100 VILLEURBANNE - FRANCE
Lyon Trade and Company Register (RCS) No: 331 518 498

MEETING NOTICE

The shareholders are invited to attend our next shareholders meeting which will be held in Lyon at our headquarters:

113 Boulevard de la Bataille de Stalingrad, 69100 VILLEURBANNE, on June 15, 2022 at 4 p.m.

You will find below an English translation of the agenda.

AGENDA

- Review of the Executive Board report
- Review of the company's report
- Review of Statutory auditors' reports on the annual accounts and on the consolidated accounts
- Review of Statutory auditors' special reports
- Review of the Supervisory Board report on the Executive Board report and on the annual accounts report
- Review of the Supervisory Board report on corporate governance
- Review of the Executive Board special report on subscription options and options of purchase
- Review of the Executive Board special report on free shares

Agenda of the ordinary general meeting

- Approval of the annual accounts (Esker SA) for the financial year ending December 31, 2021 (*Resolution 1*),
- Approval of the annual accounts (Consolidated Accounts) for the financial year ending December 31, 2021 (*Resolution 2*),
- Approval of non-deductible expenses (*Included in resolution 1*),
- Allocation of the result for the financial year ending December 31, 2021 (*Resolution 3*),
- Allocation of the Supervisory Board annual compensation (*Resolution 4*),
- Approval of related-party agreements covered by the articles L225-86 and following of the French commercial Code (*Resolution 5*),
- Appointment of M. Steve Vandenberg as a new member of the Supervisory Board (*Resolution 6*),
- Authorization to be granted to the Executive Board to repurchase Esker's shares according to the article L225-209 of the French commercial Code (*Resolution 7*).

Agenda of the extraordinary general meeting

- Authorization to be granted to the Executive Board to cancel treasury shares (*Resolution 8*),
- Authorization to be granted to the Executive Board to allocate free shares to employees, resulting in this case in the waiver by shareholders of their preferential subscription rights (*Resolution 9*),
- Authorization to be granted to the Executive Board to allocate free shares to corporate officers, resulting in this case, in the waiver by shareholders of their preferential subscription rights (*Resolution 10*).

Agenda of the ordinary and extraordinary general meeting

- Proxies (*Resolution 11*).

Unofficial English translation of the French original for information purposes