

MERCIALYS

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Regulated agreement

*(Publication made in accordance with articles L. 22-10-13 and R. 22-10-17
of the French Commercial Code)*

Settlement agreement with Ms Elizabeth Blaise

During its meeting on October 16, 2025, the Board of Directors authorized the signing of a settlement agreement with Ms Elizabeth Blaise. This agreement covers the amicable settlement of the terms relating to the end of Ms Elizabeth Blaise's duties as Deputy Chief Executive Officer, which will take effect on December 31, 2025.

The settlement agreement was signed on October 16, 2025.

Under the terms of this settlement agreement, Mercialys has undertaken to pay Ms Blaise a net settlement indemnity of Euro 50,000. The payment of this settlement indemnity is subject to approval by the General Meeting held in 2026 to approve the financial statements for the year ending December 31, 2025.

In accordance with Article R. 22-10-17 of the French Commercial Code, it is specified that the ratio between the total amount of financial commitments under the settlement agreement (Euro 50,000 net) and Mercialys' latest annual profit, i.e. Euro 44,734,425.59 as presented in its corporate financial statements for the year ended December 31, 2024 (while noting that the accounts for the year ended December 31, 2025 have not yet been approved), is approximately 0.11%.

Corporate officer concerned:

Ms Elizabeth Blaise, Mercialys' Deputy Chief Executive Officer.

Reasons justifying the interest of this agreement for Mercialys:

The settlement agreement signed will enable Mercialys to safeguard its interests in the context of the departure of its former executive, by providing for Ms Elizabeth Blaise to waive any claims or actions arising from the performance and/or end of her duties within the Company.

Furthermore, the settlement agreement acknowledges the financial conditions for the end of Ms Elizabeth Blaise's duties, as approved by the Board of Directors on October 16, 2025, on the recommendation of the Appointments, Compensation and Governance Committee, in accordance with the Deputy Chief Executive Officer's compensation policy for FY 2025, including the application of the non-compete clause provided for in this compensation policy, for a period of 12 months from the end of Ms Elizabeth Blaise's duties.



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