

NOTICE OF MEETING

COMBINED GENERAL MEETING ON 18 JUNE 2025

Sidetrade (Paris-FR0010202606-ALBFR), an A.I. platform dedicated to the management of the Order-to-Cash cycle, informs its shareholders that they are being called to:

Combined General Meeting
Wednesday 18 June 2025 at 11 AM
at the head office of the Sidertrade Group

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AGENDA

Under the jurisdiction of the ordinary general meeting

1. Approval of the annual accounts for the year ended 31 December 2024;
2. Appropriation of profit for the year ended 31 December 2024;
3. Approval of the consolidated accounts for the year ended 31 December 2024;
4. Approval of agreements entered into pursuant to article L. 225-38 of the French Commercial Code;
5. End of term of office of outgoing Joint statutory auditor and alternate statutory auditor
6. Appointment of a Joint statutory auditor.
7. Determination of the total annual remuneration to be paid to the directors;
8. Authorisation and delegation in order to allow the Company to trade in its own shares – Setting of the terms in accordance with article L. 22-10-62 of the French Commercial Code;

Under the jurisdiction of the extraordinary general meeting

9. Delegation of authority to reduce the share capital by cancelling treasury shares;
10. Delegation of authority to issue shares, securities or transferable securities with maintenance of the preferential subscription right;
11. Delegation of authority to issue shares, securities or transferable securities without preferential subscription rights by public offering;
12. Delegation of authority to the Management Board to increase the share capital by issuing shares with cancellation of the preferential subscription right for the benefit of categories of persons meeting specified characteristics in accordance with the provisions of article L. 225-138 of the French Commercial Code;
13. Delegation of authority to decide to increase the share capital by issuing, without preferential subscription rights, ordinary shares and/or securities giving access to the Company capital and/or the issue of securities giving right to the allocation of debt securities, by means of a private placement governed by article L. 411-2, 1° of the French Monetary and Financial Code;
14. Delegation of authority to increase the number of securities to be issued in the event of a capital increase with or without preferential subscription rights;
15. Determination of the total amount of issues that may be carried out under the aforementioned delegations;
16. Delegation of authority to be conferred on the Management Board for the purpose of deciding to increase the share capital for the benefit of the employees and corporate officers of the Company or related companies with removal of the preferential subscription right of shareholders for the benefit of members of a company savings plan;
17. Delegation of authority to be conferred on the Management Board for the purpose of increasing the Company capital by incorporation of reserves, profits or premiums or other sums that may be capitalised;

18. Delegation of authority to be conferred on the Management Board to grant existing shares or shares to be issued without pre-emptive subscription rights to a category of persons;
19. Amendment to the Company's Articles of Association concerning participation and voting rights at General Meetings;

Under the jurisdiction of the ordinary general meeting

20. Powers for formalities.

TERMS OF PARTICIPATION

A - Provisions for participation in the General Meeting

In accordance with the provisions of the French Commercial Code, shareholders are hereby informed that participation in the meeting is subject to the shares being recorded in the name of the shareholder or the intermediary registered on behalf of the latter, on the second working day preceding the meeting at midnight, Paris time:

- either in the registered securities accounts held by the Company,
- or in the bearer securities accounts held by the authorised intermediary.

In accordance with article R.22-10-28 of the French Commercial Code, the registration date is 16 June 2025, midnight, Paris time.

This registration must be evidenced by a certificate of participation issued by the authorised intermediary and attached to the remote/proxy voting form or the request for an admission card drawn up in the shareholder's name.

B - Provisions for voting during the General Meeting

1. Shareholders wishing to attend the meeting may request an admission card:

- For registered shareholders: through CIC Service Assemblées 6, avenue de Provence 75452 Paris Cedex 09
- For bearer shareholders: through the intermediary managing their securities account.

2. If they are unable to attend the meeting in person, shareholders may choose one of the following three options:

- Send a proxy form to the company without specifying a representative, which is equivalent to giving power to the chairman of the general meeting,
- Vote by post
- Give a proxy to another shareholder, to their spouse or civil union partner, or to any individual or legal entity of their choice, in accordance with the legal and regulatory conditions set out in article L 225-106 of the French Commercial Code.

Shareholders wishing to be represented or to vote by post must:

(a) For registered shareholders, return the voting form that had been sent to them with the notice of meeting, to the bank indicated above,

(b) for bearer shareholders, request the voting form and attachments from the financial institution holding their shares, so that the request reaches this intermediary six days before the date of the meeting.

Postal voting forms will only be taken into account if they are received by CIC at the above address no later than 3 days before the general meeting, i.e. 15 June 2025, and are accompanied, in the case of bearer shareholders, by a certificate of participation.

The provisions for participation in the general meeting by videoconference or other means of telecommunication have not been adopted for this general meeting.

3. In accordance with the provisions of article R. 22-10-24 of the French Commercial Code, notification of the appointment and revocation of a proxy may be made electronically as follows:

- **For direct registered shareholders:** by sending an e-mail to the following address serviceproxy@cic.fr specifying their surname, first name, address and username, as well as the surname and first name of the appointed or revoked proxy;

- **For holders of administered registered shares or bearer shares:** by sending an e-mail to the following address serviceproxy@cic.fr specifying their full name, address and bank details, as well as the name and surname of the appointed or revoked proxy, and asking the authorised intermediary that manages their securities account to send written confirmation to CIC Service Assemblées 6, avenue de Provence 75452 Paris Cedex 09.

Only notifications of appointment or revocation of proxies duly signed, completed and received no later than three days before the date of the General Meeting will be taken into account.

4. In accordance with the provisions of article R. 22-10-28 of the French Commercial Code, once a shareholder has already cast a postal vote or requested an admission card, he/she may no longer choose another means of participating in the meeting.

5. Shareholders who have already cast a postal vote, sent in a proxy or requested an admission card may sell all or some of their shares at any time. However, if the transfer of ownership takes place before midnight (Paris time) on the second business day preceding the meeting, the company will invalidate or amend, as appropriate, the remote vote, the proxy form or the admission card. To this end, the account-holding intermediary notifies the company or its authorised representative of the transfer of ownership and provides it with the necessary information.

6. No transfer of ownership or other transaction carried out after midnight (Paris time) on the second business day preceding the meeting, by whatever means, shall be notified by the authorised intermediary or taken into consideration by the company, notwithstanding any agreement to the contrary.

C - Items, draft resolutions and written questions from shareholders

1. In accordance with the provisions of article R 225-84 of the French Commercial Code, shareholders may submit written questions to the Chairman of the Management Board. These questions must be sent to the company's registered office, by registered mail with return receipt no later than the fourth business day prior to the date of the general meeting. They must be accompanied by an account registration certificate.

2. Requests for the inclusion of items or draft resolutions on the agenda of the meeting by shareholders complying with the legal conditions in force, must be sent to the registered office, by registered letter with acknowledgement of receipt, and be received no later than the 25th calendar day prior to the general meeting. These requests must be reasoned and accompanied by an account registration certificate.

Requests for registration of draft resolutions are accompanied by the text of the draft resolutions, which may be accompanied by a brief explanatory memorandum.

Shareholders are also reminded that consideration by the general meeting of the items or draft resolutions to be submitted is subject to the submission by interested parties, no later than midnight (Paris time) on the second business day prior to the meeting, of a new certificate confirming the registration of their shares under the same conditions as those set out above.

D - Pre-meeting information documents

In accordance with the applicable legal and regulatory provisions, all documents that must be made available to shareholders in connection with general meetings will be available at the company's registered office, 114 rue Gallieni - 92100 Boulogne Billancourt, France, within the legal deadlines, and, for the documents anticipated in article R. 22-10-23 of the French Commercial Code, on the company's website at the following address www.sidetrade.fr

This notice will be followed by a notice of meeting listing any changes to the agenda following requests for the inclusion of draft resolutions submitted by shareholders and/or the works council.

The Management Board

REPORT OF THE MANAGEMENT BOARD TO THE COMBINED GENERAL MEETING OF 18 JUNE 2025

We have called you to a General Meeting in order to report to you on the activities of Sidetrade SA (hereinafter the "Company") and the Sidetrade Group (hereinafter the "Group"), the results of our management during the financial year ended 31 December 2024, and to submit for your approval the annual accounts of Sidetrade SA and the consolidated accounts of the Sidetrade Group.

The annual accounts as at 31 December 2024, comprising the balance sheet, the profit and loss statement and the notes, have been drawn up in accordance with French accounting principles. You will also shortly be informed of the mission of your Statutory Auditor.

Its reports, those of your Board, as well as the accounts, balance sheet and related documents or information have been made available to you under the conditions and within the deadlines anticipated by the regulatory provisions.

In accordance with the legal provisions, we present you with our management report.

Report of the Management Board to the Combined General Meeting of 18 June 2025 – ordinary part – Report approved by the Management Board on 21 March 2025 (excerpts)

Regarding the approval of the accounts for the year ended 31 December 2024, we are pleased to present the annual management report on the corporate and consolidated accounts.

The Company drew up consolidated accounts for the first time as at 31 December 2008. These include the balance sheet, the profit and loss statement and the notes, and were drawn up in accordance with standard 99-02.

Approval of annual accounts / Allocation of results / Regulated Agreements / Directors' fees /

Resolutions 1 to 4 and 7 concern the closing of the accounts for the 2024 financial year.

The Management Board unanimously resolves to submit the accounts for the year ended 31 December 2024 to the shareholders by proposing to them to allocate the profit for the year, which amounts to 4,707,940 euros, as follows:

<u>Profit for the year</u>	<u>4,707,940</u>
<u>Previous legal reserve</u>	<u>146,793</u>
<u>Prior retained earnings</u>	<u>17,495</u>
	<u>226</u>
<u>Allocation of net income:</u>	
- <u>to the legal reserve account in order to increase it to 10% of the share capital</u>	<u>1,497</u>
- <u>to shareholders with a dividend of €0.00 per share</u>	
- <u>to retained earnings for the balance</u>	<u>4,706,443</u>

No attendance fees are paid to the Company directors.

The 5th and 6th resolutions concern the termination of the term of office of a current Joint statutory auditor and the appointment of a new Joint statutory auditor.

Expiry of the mandate of the Joint Statutory Auditor

The general meeting, having heard the Management Board's report on the expiry of the Statutory Auditors' mandate, notes that the terms of office of:

- ERNST & YOUNG et AUTRES the registered office of which is at 1,2 place des Saisons La Défense 92400 Courbevoie

expires at the end of this general meeting, after having voted on the accounts for the year ended 31 December 2024, and will not be renewed.

The general meeting, having heard the Management Board's report on the expiry of the Alternate Statutory Auditors' mandate, notes that the terms of office of:

- Auditex, the registered office of which is at 1 place des Saisons La Défense 92400 Courbevoie

as alternate statutory auditor for a term of six financial years, ending at the close of the general meeting called to approve the financial statements for the year ending on 31 December 2024, will not be renewed.

Appointment of a Joint Statutory Auditor

The general meeting, voting on the quorum and majority conditions for ordinary general meeting, having reviewed the Management Board's Report, and voting in accordance with the provisions of articles L.823-1 and L.823-9 of the French Commercial Code, approves the appointment of a new joint statutory auditor:

- KPMG S.A. having its registered office Tour EQHO, 2 avenue Gambetta, 92400 Courbevoie,

for a term of six years, expiring at the close of the ordinary general meeting to be held in 2031 to approve the financial statements for the year ending 31 December 2030.

Renewal of share buyback program

The 8th resolution concerns the renewal of the Company's share buyback programme with a view to:

- stimulation of the secondary market or the liquidity of the shares by an investment service provider within the framework of a liquidity contract in accordance with the ethics charter recognised by the AMF (French Financial Markets Authority);
- the allocation or sale of shares to employees or officers of the Company and affiliated companies under the conditions provided for by law, notably within the context of employee savings plans, stock

option plans, free share allotments, employee shareholding operations or any share-based remuneration scheme, under the conditions laid down by law;

- holding, selling, transferring or giving shares in payment or exchange, notably in the context of external growth operations;
- the cancellation of the shares by way of capital reduction, subject to the adoption of the 9th resolution below to authorise the Management Board to reduce the share capital;
- the implementation of any market practice that may be permitted by law or by the AMF, and more generally, the fulfilment of any other transaction in accordance with the regulations in force;

resolves that, pursuant to article L. 22-10-62 of the French Commercial Code, the number of shares to be acquired under this authorisation may not exceed ten percent (10%) of the total number of shares comprising the Company share capital, while specifying that this limit applies to an amount of the Company share capital that will be adjusted, if necessary, to take into account operations affecting the share capital after this general meeting;

takes note that the number of shares acquired by the Company with a view to their retention and subsequent payment or exchange in the context of a merger, division or contribution may not exceed 5% of its share capital;

resolves that the unit purchase price may not exceed 625 euros per share (excluding fees and commissions) and accordingly sets the maximum amount of funds that may be committed to the share buyback program at 92.681.250 euros;

resolves that in the event of a change of par value of the share, a capital increase by incorporation of reserves, the allocation of bonus shares, a stock split or reverse stock split, distribution of reserves or any other assets, redemption of capital or any other transaction relating to shareholders' equity, the purchase price set above will be adjusted arithmetically to take into account the impact of these transactions on the value of the share;

resolves that the shares may be purchased, sold, exchanged or transferred, in accordance with the rules laid down by the AMF, on or off the market, at any time, except during a public offer period for the Company's share capital, and by any means, on one or more occasions, and notably by transferring blocks of shares, exercising any financial instrument or using derivatives;

delegates all powers to the Management Board with the option to sub-delegate under the legal conditions, to decide and implement this authorisation;

sets the duration of this authorisation at eighteen (18) months from this meeting, which supersedes any previous authorisation having the same purpose.

Report of the Management Board to the Combined General Meeting of 18 June 2025 – extraordinary part – Report approved by the Management Board on 21 March 2025

Authorisation for the company to cancel its own shares

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report,

authorises the Management Board, in accordance with articles L.22-10-62 to L.22-10-65 and L.225-210 et seq. of the French Commercial Code, to cancel, at its sole discretion, on one or more occasions, the Company shares held by it as a result of implementing the share repurchase programs decided by the

Company, within the limit of 10% of the total number of shares making up the share capital per period of twenty-four (24) months, and to reduce the share capital accordingly by deducting the difference between the purchase value of the cancelled shares and their book value from any available reserve or additional paid-in capital accounts;

delegates, accordingly, all powers to the Management Board, with the option to sub-delegate under the conditions laid down by law and the Articles of Association, to carry out any share cancellation operation that may be decided under this authorisation, to amend the Articles of Association accordingly and to carry out all required formalities; and

resolves that this authorisation is given for a period of eighteen (18) months from this meeting, and cancels and replaces, with effect from the date hereof, any previous delegation having the same purpose.

○ **Renewal of the following authorised delegations**

- Delegation of authority to issue shares, securities or transferable securities with maintenance of the preferential subscription right;
- Delegation of authority to issue shares, securities or transferable securities without preferential subscription rights by public offering;
- Delegation of authority to the Management Board to increase the share capital by issuing shares with cancellation of the preferential subscription right for the benefit of categories of persons meeting specified characteristics in accordance with the provisions of article L. 225-138 of the French Commercial Code;
- Delegation of authority to decide to increase the share capital by issuing, without preferential subscription rights, ordinary shares and/or securities giving access to the Company capital and/or the issue of securities giving right to the allocation of debt securities, by means of a private placement governed by article L. 411-2, 1° of the French Monetary and Financial Code;
- Delegation of authority to increase the number of securities to be issued in the event of a capital increase with or without preferential subscription rights;
- Determination of the total amount of issues that may be carried out under the aforementioned delegations;
- Delegation of authority to be conferred on the Management Board for the purpose of deciding to increase the share capital for the benefit of the employees and corporate officers of the Company or related companies with removal of the preferential subscription right of shareholders for the benefit of members of a company savings plan;
- Delegation of authority to be conferred on the Management Board for the purpose of increasing the Company capital by incorporation of reserves, profits or premiums or other sums that may be capitalised;

The delegations thus conferred on the Management Board by the general meeting are valid until 30 June 2026 and have not been used at the date of this management report with the exception of the authorisation to buy back shares up to a limit of 10% of the share capital and the authorisation to allocate free shares for the benefit of employees and associated capital increases.

The Management Board proposes to the General Meeting to renew these delegations under the terms and conditions set out in resolutions 10 to 17.

Delegation of authority to be conferred on the Management Board to grant existing shares or shares to be issued without pre-emptive subscription rights to a category of persons

The general meeting, voting under the quorum and majority conditions of extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report, and voting in accordance with article L. 225-197-1 and article L. 22-10-59 of the French Commercial Code:

authorises the Management Board to proceed, on one or more occasions, for the benefit of (i) employees of the Company and of companies related to it as defined in article L. 225-197-2 of the French Commercial Code, and (ii) eligible corporate officers of the Company or of companies related to it (meeting the conditions set out in the French Commercial Code) (the "**Beneficiaries**"), with the free allotment of existing shares or shares to be issued by the Company (hereinafter referred to as the "**2025 AGAs**");

resolves that the total number of shares that may be allotted under this authorisation may not exceed 3% of the share capital on the date of this authorisation (44,000 shares), it being specified:

- that, in all cases, the total number of allocated free shares may not exceed 10% of the share capital at the date of allocation of the 2025 AGAs;
- that this ceiling does not take into account the number of shares to be issued in order to reserve the rights of holders of securities giving access to the Company's capital in the event of a transaction involving the Company's capital taking place during the vesting period referred to below;
- that no free shares may be allocated to employees or corporate officers each holding more than 10% of the share capital. In addition, an issue of free shares may not result in employees and corporate officers each holding more than 10% of the share capital.

sets the duration of this authorisation at thirty-eight (38) months as from this meeting

resolves that the shares to be allotted under this authorisation will be, at the discretion of the Management Board, either new shares resulting from a capital increase through the capitalization of reserves to be deducted from the Company's balance sheet reserves, profits or additional paid-in capital, and the creation of new ordinary shares with a par value of one euro (€1) each, or existing shares bought back by the Company in accordance with the law;

sets the minimum vesting period, after which the allotment of shares to their beneficiaries will become definitive, at one (1) year from the date of their allotment by the Management Board, and gives full powers to the Management Board to set, where applicable, a vesting period of more than one (1) year and/or a holding period, it being specified that the combined vesting and holding periods may not be less than two (2) years, and that the Management Board may provide for vesting and holding periods longer than the minimum periods set above;

resolves, however, that the allotment of shares will become definitive before the end of the vesting period, in the event of the beneficiary's disability corresponding to classification in the second or third of the categories anticipated in article L. 341-4 of the French Social Security Code;

notes that during the holding period, the shares allocated will be personal, non-transferable and inalienable (except in the event of the death or disability of the beneficiary corresponding to classification in the second or third of the categories anticipated in article L. 341-4 of the French Social Security Code);

notes that the Beneficiaries will nevertheless have the status of shareholders and will enjoy all the rights attached to the shares allocated as from the expiry of the vesting period;

notes that this authorisation entails the waiver by shareholders, in favour of the Beneficiaries of shares that may be issued as and when said shares are definitively allotted, of their pre-emptive subscription rights and of the portion of reserves to be deducted, where applicable, in the event of the issue of new shares;

notes that the Management Board will inform the ordinary general meeting each year of transactions carried out under this authorisation;

resolves to give full powers to the Management Board to implement this delegation within the limits set out above, and within the limits set by the legal provisions in force and the Company's Articles of Association, and notably to:

- determine the identity of the Beneficiaries of the free share allocations, set the number of shares allocated to each of them;
- set the conditions and, where applicable, the criteria for granting the 2025 AGAs, notably making the definitive grant of the 2025 AGAs subject to performance conditions and/or conditions of the Beneficiary's presence within the Company;
- set the number of shares granted to corporate officers, which they are required to hold in registered form until they cease to hold office or are re-appointed;
- if necessary, during the vesting period, adjust the number of shares allotted free of charge in order to preserve the rights of Beneficiaries in the event of any transactions involving the Company's share capital;
- set the amount of reserves, profits or premiums to be incorporated into capital;

- set the dividend entitlement date, even retroactively, for newly issued shares;
- decide and record the capital increase(s) thus undertaken;
- where applicable, take all necessary measures to ensure compliance with the obligation to retain shares by Beneficiaries for the period decided by the Management Board;
- carry out all actions and formalities required to record the completion of the resulting capital increases in the event of bonus issues of new shares, amend the Articles of Association accordingly and, more generally, do whatever is necessary.

Amendment to the Company's Articles of Association concerning participation and voting rights at General Meetings

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report, amends Articles 26 to 30 of the Company's Articles of Association relating to the terms of participation and voting at general meetings, ruling in accordance with the provisions of Articles L225-103-1 (videoconference) and R225-61 (online voting) of the French Commercial Code,

decides to hold partially or fully paperless general meetings. Shareholders may take part in general meetings by videoconference or telecommunication means that enable them to be identified and guarantee their effective participation, under the conditions laid down by current regulations.

specifies that shareholders may vote by post or by electronic means under the conditions set by law and regulations. The Company may notably provide shareholders with a secure website dedicated to remote voting prior to the meetings.

The Management Board is authorised to organise, in accordance with legal and regulatory conditions, the participation and voting of shareholders at meetings by videoconference or other means of telecommunication enabling their identification. The Management Board ensures that the implemented means guarantee the integrity and security of votes cast remotely.

In accordance with the regulations of the Euronext Growth market, these reports are available on the company's website and that of NYSE Euronext Paris.

These reports are intended to explain all of the resolutions submitted for your approval. We would like to point out that the presented resolutions are ordinary resolutions.

We hope this report meets with your approval and thank you for your attention.

For the Management Board,

Olivier Novasque
Chairman

TEXT OF RESOLUTIONS PUT TO A VOTE

Ordinary General Meeting

First resolution

Approval of the annual accounts for the year ended 31 December 2024

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, having reviewed the management report and the Statutory Auditors' report on the annual accounts, **approves** the annual accounts for the year ended 31 December 2024, as presented, together with the transactions reflected in those accounts and summarised in those reports.

It specifically **approves** the total amount of non-deductible expenses referred to in article 39, paragraph 4 of the French General Tax Code, amounting to zero (0) euros.

Second resolution

Appropriation of profit for the year ended 31 December 2024

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, **approves** the proposal of the Management Board and, after noting that the accounts show a book profit of 4,707,940 euros, and **resolves** to allocate it as indicated below. In accordance with the law, the general meeting **notes** that no dividend has been distributed in respect of the previous three financial years.

<u>Profit for the year</u>	4,707,940
<u>Previous legal reserve</u>	146,793
<u>Prior retained earnings</u>	17,495 226
<u>Allocation of net income:</u>	
- <u>to the legal reserve account in order to increase it to 10% of the share capital</u>	1,497
- <u>to shareholders with a dividend of €0.00 per share</u>	
- <u>to retained earnings for the balance</u>	4,706,443

Third resolution

Approval of the consolidated accounts for the year ended 31 December 2024

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, having reviewed the management report including the group management report and the Statutory Auditors' report on the consolidated accounts for the year ended 31 December 2024, **approves** the consolidated accounts for the said year, as presented, together with the transactions reflected in those accounts and summarised in those reports.

Fourth resolution

Approval of agreements entered into pursuant to article L. 225-38 of the French Commercial Code

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, having reviewed the Statutory Auditors' special report on regulated agreements and commitments governed by article L. 225-38 of the French Commercial Code, **approves** the agreements described in the Statutory Auditors' special report and the terms thereof.

Fifth resolution

Expiry of the mandate of the Statutory Auditors

The general meeting, having heard the Management Board's report on the expiry of the Statutory Auditors' mandate, notes that the terms of office of:

- ERNST & YOUNG et AUTRES the registered office of which is at 1,2 place des Saisons La Défense 92400 Courbevoie

expires at the end of this general meeting, after having voted on the accounts for the year ended 31 December 2024, and will not be renewed.

The general meeting, having heard the Management Board's report on the expiry of the Alternate Statutory Auditors' mandate, notes that the terms of office of:

- Auditex, the registered office of which is at 1 place des Saisons La Défense 92400 Courbevoie

as alternate statutory auditor for a term of six financial years, ending at the close of the general meeting called to approve the financial statements for the year ending on 31 December 2024, will not be renewed.

Sixth resolution

Appointment of a Joint Statutory Auditor

The general meeting, voting on the quorum and majority conditions for ordinary general meeting, having reviewed the Management Board's Report, and voting in accordance with the provisions of articles L.823-1 and L.823-9 of the French Commercial Code, approves the appointment of a new joint statutory auditor:

- KPMG S.A. having its registered office at Tour EQHO, 2 avenue Gambetta, 92400 Courbevoie,

for a term of six years, expiring at the close of the ordinary general meeting to be held in 2031 to approve the financial statements for the year ending 31 December 2030.

Seventh resolution

Determination of the total annual remuneration to be paid to the directors

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, having reviewed the Management Board's report, **sets** the total annual amount of attendance fees

allocated to Directors for the 2024 financial year at zero (0) euro.

Eighth resolution

Authorisation and delegation in order to allow the Company to trade in its own shares – Setting of the terms in accordance with article L. 22-10-62 of the French Commercial Code

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, having reviewed the Management Board's report, voting in accordance with the provisions of article L. 22-10-62 of the French Commercial Code and the directly applicable provisions of European Commission Regulation n° 596/2014 of 16 April 2014,

authorises the Management Board to arrange for the Company to purchase its own shares, with a view to :

- stimulation of the secondary market or the liquidity of the shares by an investment service provider within the framework of a liquidity contract in accordance with the ethics charter recognised by the AMF (French Financial Markets Authority);
- the allocation or sale of shares to employees or officers of the Company and affiliated companies under the conditions provided for by law, notably within the context of employee savings plans, stock option plans, free share allotments, employee shareholding operations or any share-based remuneration scheme, under the conditions laid down by law;
- holding, selling, transferring or giving shares in payment or exchange, notably in the context of external growth operations;
- the cancellation of the shares by way of capital reduction, subject to the adoption of the 9th resolution below to authorise the Management Board to reduce the share capital;
- the implementation of any market practice that may be permitted by law or by the AMF, and more generally, the fulfilment of any other transaction in accordance with the regulations in force;

resolves that, pursuant to article L. 22-10-62 of the French Commercial Code, the number of shares to be acquired under this authorisation may not exceed ten percent (10%) of the total number of shares comprising the Company share capital, while specifying that this limit applies to an amount of the Company share capital that will be adjusted, if necessary, to take into account operations affecting the share capital after this general meeting;

takes note that the number of shares acquired by the Company with a view to their retention and subsequent payment or exchange in the context of a merger, division or contribution may not exceed 5% of its share capital;

resolves that the unit purchase price may not exceed 625 euros per share (excluding fees and commissions) and accordingly sets the maximum amount of funds that may be committed to the share buyback program at 92.681.250 euros;

resolves that in the event of a change of par value of the share, a capital increase by incorporation of reserves, the allocation of bonus shares, a stock split or reverse stock split, distribution of reserves or any other assets, redemption of capital or any other transaction relating to shareholders' equity, the purchase price set above will be adjusted arithmetically to take into account the impact of these transactions on the value of the share;

resolves that the shares may be purchased, sold, exchanged or transferred, in accordance with the rules laid down by the AMF, on or off the market, at any time, except during a public offer period for the Company's

share capital, and by any means, on one or more occasions, and notably by transferring blocks of shares, exercising any financial instrument or using derivatives;

delegates all powers to the Management Board with the option to sub-delegate under the legal conditions, to decide and implement this authorisation;

sets the duration of this authorisation at eighteen (18) months from this meeting, which supersedes any previous authorisation having the same purpose.

Extraordinary General Meeting

Ninth resolution

Delegation of authority to reduce the share capital by cancelling treasury shares

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report,

authorises the Management Board, in accordance with articles L.22-10-62 to L.22-10-65 and L.225-210 et seq. of the French Commercial Code, to cancel, at its sole discretion, on one or more occasions, the Company shares held by it as a result of implementing the share repurchase programs decided by the Company, within the limit of 10% of the total number of shares making up the share capital per period of twenty-four (24) months, and to reduce the share capital accordingly by deducting the difference between the purchase value of the cancelled shares and their book value from any available reserve or additional paid-in capital accounts;

delegates, accordingly, all powers to the Management Board, with the option to sub-delegate under the conditions laid down by law and the Articles of Association, to carry out any share cancellation operation that may be decided under this authorisation, to amend the Articles of Association accordingly and to carry out all required formalities; and

resolves that this authorisation is given for a period of eighteen (18) months from this meeting, and cancels and replaces, with effect from the date hereof, any previous delegation having the same purpose.

Tenth resolution

Delegation of authority to issue shares, securities or transferable securities with maintenance of the preferential subscription right

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report, having noted that the share capital is fully paid up, and voting in accordance with articles L. 225-129 et seq. of the French Commercial Code and articles L. 228-91 and L. 228-92 of the French Commercial Code,

delegates to the Management Board its authority to decide to issue, on one or more occasions, while maintaining the preferential subscription right, in the proportions and at the times that it sees fit, in France or

abroad, in euros, foreign currencies or any monetary unit whatsoever calculated by reference to several currencies, ordinary shares in the Company or any securities governed by the provisions of articles L. 228-91 et seq. of the French Commercial Code, giving immediate or future entitlement to Company ordinary shares, which may be subscribed for either in cash or by offsetting receivables;

resolves that the securities issued pursuant to this delegation may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities;

specifies, where necessary, that the issue of preference shares and securities giving access to preference shares is expressly excluded from this delegation;

resolves that the maximum nominal amount of the share capital increases that may be carried out immediately and/or in the future pursuant to this delegation may not exceed one million euros (€1,000,000), while specifying:

- i. that this amount will be deducted from the overall ceiling referred to in the 15th resolution below;
- ii. that to this total amount will be added, where applicable, the nominal amount of additional shares to be issued in order to preserve the rights of holders of securities giving access to the Company's capital, in accordance with legal and regulatory provisions and any contractual provisions;

resolves that the maximum aggregate nominal amount (or its equivalent in euros) of issues of debt securities giving access to the capital may not exceed twenty million euros (€20,000,000), with this amount being deducted from the overall ceiling indicated in the 15th resolution below;

sets the period of validity of this delegation of authority at twenty-six (26) months from the date of this meeting, and cancels with effect from this date any previous delegation having the same purpose;

resolves that shareholders may exercise their preferential subscription right to subscribe for the shares issued under this delegation on an irreducible basis, in accordance with the legal and regulatory provisions in force;

resolves that the Management Board may establish for the benefit of shareholders a reducible subscription right which will be exercised in proportion to their rights and within the limits of their requests;

resolves, that in the event of insufficient subscriptions, including those of shareholders, the Management Board may use the options offered by article L. 225-134 of the French Commercial Code, in the order of its choice;

takes note that this decision automatically entails the waiver, in favour of the holders of the issued securities giving access to the Company's capital, of the shareholders' preferential subscription right to the equity securities to which these securities will give entitlement;

resolves that the sum owing to or to be received by the Company for each of the securities issued under this delegation will be at least equal to the par value of the share on the date of issue of the said securities;

resolves that the Company's share warrants may be issued either by subscription offer or by allocation of bonus shares to holders of existing shares;

resolves that, in the event of the free allotment of stand-alone warrants, the Management Board will have the option of deciding that fractional allotment rights will not be negotiable or transferable and that the corresponding shares will be sold;

resolves that the Management Board will have full powers to implement this delegation, with the option to sub-delegate, under the conditions laid down by law and the Articles of Association, and notably to :

- determine the terms and conditions of any issue;
- set the prices and conditions of the issues, determine the amounts to be issued ;
- determine the dates and terms of the issue(s) and the nature, form and characteristics of the securities to be created, which may take the form of subordinated or unsubordinated securities (and, where applicable, their subordination ranking, pursuant to the provisions of article L. 228-97 of the French Commercial Code);
- set, if applicable, the provisions for exercising the rights attached to the securities issued or to be issued and, in particular, set the date, even retroactively, from which the new shares will carry dividend rights, set the provisions for exercising the rights to exchange, convert, redeem or otherwise allocate the issued securities;
- suspend, where appropriate, the exercise of the rights attached to these shares in accordance with legal and regulatory provisions;
- make any adjustments required in accordance with legal and regulatory provisions, and set the terms for the preservation of any rights of holders of securities giving access to the capital;
- at its sole discretion, charge the costs of the capital increase against the amount of the related premiums and deduct from this amount the sums necessary to increase the legal reserve to one-tenth of the new capital after each capital increase;
- record the completion of the capital increases resulting from the issues decided under this delegation and amend the Articles of Association accordingly;
- generally, enter into any agreement, notably in order to successfully complete the planned issues, and/or take any measures and carry out any formalities required;

resolves that the Management Board may not, without the prior authorisation of the general meeting, make use of this delegation from the date on which a third party makes a public offer for the Company's shares until the end of the offer period.

takes note that, should it make use of the delegation granted to it in this resolution, the Management Board will report to the next ordinary general meeting,

Eleventh resolution

Delegation of authority to issue shares, securities or transferable securities without preferential subscription rights by public offering

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report, having noted

that the share capital is fully paid up, and voting in accordance with articles L. 225-129 et seq. of the French Commercial Code and notably articles L. 225-135, L. 225-136, L. 228-91 and L. 228-92 of the French Commercial Code,

delegates to the Management Board its authority to decide to issue, by way of a public offer, in the proportions and at the times that it sees fit, in France or abroad, in euros, foreign currencies or any monetary unit whatsoever calculated by reference to several currencies, ordinary shares in the Company or any securities governed by the provisions of articles L. 228-91 et seq. of the French Commercial Code, giving immediate or future entitlement to Company ordinary shares, which may be subscribed for either in cash or by offsetting liquid and due debts;

resolves that the securities issued pursuant to this delegation may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities;

specifies, where necessary, that the issue of preference shares and securities giving access to preference shares is expressly excluded from this delegation;

resolves that the maximum nominal amount of the share capital increases that may be carried out immediately and/or in the future pursuant to this delegation may not exceed one million euros (€1,000,000), while specifying:

- i. that this amount will be deducted from the overall ceiling referred to in the 15th resolution below;
- ii. that to this total amount will be added, where applicable, the nominal amount of additional shares to be issued in order to preserve the rights of holders of securities giving access to the Company's capital, in accordance with legal and regulatory provisions and any contractual provisions;

resolves that the maximum aggregate nominal amount (or its equivalent in euros) of issues of debt securities giving access to the capital may not exceed twenty million euros (€20,000,000), with this amount being deducted from the overall ceiling indicated in the 15th resolution below;

resolves to cancel the preferential subscription right of shareholders to subscribe for ordinary shares in the Company and/or any securities issued under this delegation;

takes note that, in accordance with the provisions of article L. 225-132 of the French Commercial Code, this delegation automatically entails the waiver by shareholders of their preferential subscription right for the shares to which these securities may entitle them, in favour of the holders of the securities issued pursuant to this delegation;

resolves that, pursuant to article L. 225-133 of the French Commercial Code, the Management Board will have the option of granting shareholders, for a period and on terms to be determined by it in accordance with the applicable laws and regulations for all or part of an issue, a priority subscription period on an irreducible and/or reducible basis, not giving rise to the creation of negotiable rights, which must be exercised in proportion to the number of shares held by each shareholder;

resolves, that in the event of insufficient subscriptions, including those of shareholders, the Management Board may use the options offered by article L. 225-134 of the French Commercial Code, in the order of its choice;

delegates full powers to the Management Board to set the issue price of any securities issued under this delegation as follows:

- the issue price will be determined, in accordance with the provisions of article L. 225-136, 1° of the French Commercial Code, on the basis of the volume-weighted average price of the Company's ordinary shares on the Euronext Growth Paris market over the five (5) trading days preceding the date on which the price is set, less a maximum discount of 20%;
- the issue price of the securities giving access to the Company's share capital to be issued under this delegation shall be such that the amount immediately received by the Company, plus any amount that may subsequently be received by the Company, is, for each share issued as a result of these securities, at least equal to the issue price defined in the preceding paragraphs;

sets the period of validity of this delegation at twenty-six (26) months from the date of this meeting, and cancels with effect from this date any previous delegation having the same purpose;

resolves that the Management Board will have full powers, with the option to sub-delegate, to implement this delegation under the conditions laid down by law and the Articles of Association, and notably to:

- determine the terms and conditions of any issue;
- set the prices and conditions of the issues, determine the amounts to be issued ;
- determine, in the event of a priority subscription period, the conditions for subscribing to the shares issued on an irreducible basis and, where applicable, on a reducible basis;
- determine the dates and terms of the issue(s) and the nature, form and characteristics of the securities to be created, which may take the form of subordinated or unsubordinated securities (and, where applicable, their subordination ranking, pursuant to the provisions of article L. 228-97 of the French Commercial Code);
- set, if applicable, the provisions for exercising the rights attached to the securities issued or to be issued and, in particular, set the date, even retroactively, from which the new shares will carry dividend rights, set the provisions for exercising the rights to exchange, convert, redeem or otherwise allocate the issued securities;
- suspend, where appropriate, the exercise of the rights attached to these shares in accordance with legal and regulatory provisions;
- make any adjustments required in accordance with legal and regulatory provisions, and set the terms for the preservation of any rights of holders of securities giving access to the capital;
- at its sole discretion, charge the costs of the capital increase against the amount of the related premiums and deduct from this amount the sums necessary to increase the legal reserve to one-tenth of the new capital after each capital increase;
- record the completion of the capital increases resulting from the issues decided under this delegation and amend the Articles of Association accordingly;

- generally, enter into any agreement, notably in order to successfully complete the planned issues, and/or take any measures and carry out any formalities required;

takes note that, should it make use of the delegation of authority granted to it in this resolution, the Management Board will report to the next ordinary general meeting,

Twelfth resolution

Delegation of authority to the Management Board to increase the share capital by issuing shares with cancellation of the preferential subscription right for the benefit of categories of persons meeting specified characteristics in accordance with the provisions of article L. 225-138 of the French Commercial Code

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having taken note of the Management Board's report and the Statutory Auditors' special report, and in accordance with the provisions of articles L. 225-129 et seq. and L. 225-138 of the French Commercial Code,

delegates, with the option to sub-delegate within the law and regulations, its authority to issue, on one or more occasions, at its sole discretion, in the proportions and at the times that it sees fit, in France or abroad, in euros, foreign currencies or any monetary unit whatsoever calculated by reference to several currencies, Company ordinary shares or any securities governed by the provisions of articles L. 228-91 et seq. of the French Commercial Code, giving immediate or future entitlement to Company ordinary shares, with the issue reserved for one or more categories of beneficiaries meeting the following characteristics:

- investment companies and investment funds (including, but not limited to, any FCPI, FCPR or FIP) under French or foreign law investing in the software publishing and/or creation sector;
- investment companies and investment funds (including, but not limited to, any FCPI, FCPR or FIP) under French or foreign law and investing on a regular basis in growth companies known as *small caps* or *mid caps*;
- industrial companies with a similar or complementary activity to that of the Company;
- individuals who wish to invest in a company in order to benefit from a tax reduction; and
- companies that regularly invest in small and medium-sized enterprises in order to enable their shareholders or members to benefit from a tax reduction;

cancels, in favour of the said beneficiaries, the preferential subscription right of shareholders to subscribe for the shares that may be issued pursuant to this authorisation;

resolves that the nominal amount of the capital increase that may be carried out under this delegation of authority may not exceed one million euros (€1,000,000) or its equivalent in any other currency or monetary unit established by reference to several currencies, while stipulating that the nominal amount of any capital increase carried out pursuant to this delegation will count towards the overall nominal ceiling referred to in the 15th resolution below. This ceiling shall be increased, where applicable, by the nominal value of the shares to be issued in order to preserve, in accordance with legal and regulatory provisions and, where applicable, applicable contractual stipulations, the rights of holders of securities or other rights giving access to the Company's capital;

resolves to set at twenty million euros (€20,000,000) (or the equivalent of this amount in the event of an issue in another currency) the maximum nominal amount of debt securities that may be issued under this delegation, with this amount being deducted from the overall ceiling referred to in the 15th resolution below;

delegates full powers to the Management Board to set the issue price of any securities issued under this delegation as follows:

- the issue price will be determined, in accordance with the provisions of article L. 225-136, 1° of the French Commercial Code, on the basis of the volume-weighted average price of the Company's ordinary shares on the Euronext Growth Paris market over the five (5) trading days preceding the date on which the price is set, less a maximum discount of 20%;
- the issue price of the securities giving access to the Company's share capital to be issued under this delegation shall be such that the amount immediately received by the Company, plus any amount that may subsequently be received by the Company, is, for each share issued as a result of these securities, at least equal to the issue price defined in the preceding paragraphs;

resolves that the Management Board may not, without the prior authorisation of the general meeting, make use of this delegation of authority from the date of the filing by a third party of a proposed public offer for the Company's shares until the end of the offer period;

resolves that the Management Board will have full powers, with the option to sub-delegate in accordance with the law and regulations, to implement this delegation within the limits and subject to the conditions set out above, and notably to :

- determine the list of beneficiaries, within the categories of beneficiaries defined above, of each issue and the number of shares to be subscribed by each of them, by virtue of this delegation of authority;
- set the amounts of these issues and determine the subscription prices and dates, the terms of each issue and the conditions of subscription, payment and delivery of the securities issued by virtue of this delegation of authority, as well as the date, which may be retroactive, from which the new securities will carry dividend rights;
- set the deadline for subscribers to pay up their shares;
- record or cause to be recorded the completion of the capital increase up to the amount of the shares actually subscribed;
- at its sole discretion, charge the costs of the share capital increase(s) against the premiums relating to these increases and deduct from this amount the sums necessary to increase the legal reserve to one-tenth of the new capital after each increase;
- in general, take all measures and carry out all formalities required for the issue and listing of the securities thus issued and the corresponding amendments to the Articles of Association by virtue of this delegation;

resolves that this delegation is given for a period of eighteen (18) months from this general meeting, and cancels and replaces, with effect from the date hereof, any previous delegation having the same purpose.

Thirteenth resolution

Delegation of authority to decide to increase the share capital by issuing, without preferential subscription rights, ordinary shares and/or securities giving access to the Company capital and/or the issue of securities giving right to the allocation of debt securities, by means of a private placement governed by article L. 411-2, 1° of the Monetary and Financial Code

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report, having noted that the share capital is fully paid up, and voting in accordance with articles L. 225-129, L. 225-129-2, L. 225-136 and L. 228-91 et seq of the French Commercial Code,

delegates to the Management Board its authority to issue, on one or more occasions, in the proportions and at the times that it sees fit, by means of an offer as referred to in article L. 411-2, 1° of the French Monetary and Financial Code, in France or abroad, in euros, foreign currencies or any monetary unit whatsoever calculated by reference to several currencies, ordinary shares in the Company or any securities governed by the provisions of articles L. 228-91 et seq. of the French Commercial Code, giving immediate or future entitlement to Company ordinary shares, which may be subscribed for either in cash or by offsetting liquid and due debts;

resolves that the securities issued pursuant to this delegation may consist of debt securities, be associated with the issue of such securities or permit their issue as intermediate securities;

specifies, where necessary, that the issue of preference shares and securities giving access to preference shares is expressly excluded from this delegation;

resolves that the maximum nominal amount of the share capital increases that may be carried out immediately and/or in the future pursuant to this delegation may not exceed one million euros (€1,000,000), while specifying:

- i. that this amount will be deducted from the overall ceiling referred to in the 15th resolution below;
- ii. that to this total amount will be added, where applicable, the nominal amount of additional shares to be issued in order to preserve the rights of holders of securities giving access to the Company's capital, in accordance with legal and regulatory provisions and any contractual provisions;

resolves that the maximum aggregate nominal amount (or its equivalent in euros) of issues of debt securities giving access to the capital may not exceed twenty million euros (€20,000,000), with this amount being deducted from the overall ceiling indicated in the 15th resolution below;

sets the period of validity of this delegation of authority at twenty-six (26) months from the date of this meeting, and cancels with effect from this date any previous delegation having the same purpose;

resolves to cancel the preferential subscription right of shareholders and to reserve the right to subscribe for shares and other securities issued under this delegation for the persons referred to in article L. 411-2, 1° of the French Monetary and Financial Code;

takes note that this decision automatically entails the waiver, in favour of the holders of the issued securities giving access to the Company's capital, of the shareholders' preferential subscription right to the equity securities to which these securities will give entitlement;

resolves, that in the event of insufficient subscriptions, the Management Board may use the options offered by article L. 225-134 of the French Commercial Code, in the order of its choice;

resolves, pursuant to the provisions of article L. 225-136 of the French Commercial Code, that:

- the issue price will be determined on the basis of the volume-weighted average price of the Company's ordinary shares on the Euronext Growth Paris market over the five (5) trading days preceding the date on which the price is set, less a maximum discount of 20%;
- the issue price of the securities giving access to the Company's share capital to be issued under this delegation shall be such that the amount immediately received by the Company, plus any amount that may subsequently be received by the Company, is, for each share issued as a result of these securities, at least equal to the issue price defined in the preceding paragraph;

resolves that the Management Board may not, without the prior authorisation of the General Meeting, make use of this delegation of authority from the date of the filing by a third party of a proposed public offer for the Company's shares until the end of the offer period;

resolves that the Management Board will have full powers to implement this delegation, with the option to sub-delegate, under the conditions laid down by law and the articles of association, and notably to :

- set the terms and conditions for the issue, subscription and payment of securities issued pursuant to this delegation;
- determine the dates and terms of the issue(s) and the nature, form and characteristics of the securities to be created, which may take the form of subordinated or unsubordinated securities (and, where applicable, their subordination ranking, pursuant to the provisions of article L. 228-97 of the French Commercial Code);
- set, if applicable, the provisions for exercising the rights attached to the securities issued or to be issued and, in particular, set the date, even retroactively, from which the new shares will carry dividend rights, set the provisions for exercising the rights to exchange, convert, redeem or otherwise allocate the issued securities;
- suspend, where appropriate, the exercise of the rights attached to these shares in accordance with legal and regulatory provisions;
- make any adjustments required in accordance with legal and regulatory provisions, and set the terms for the preservation of any rights of holders of securities giving access to the capital;
- at its sole discretion, charge the costs of the capital increase against the amount of the related premiums and deduct from this amount the sums necessary to increase the legal reserve to one-tenth of the new capital after each capital increase;
- record the completion of the capital increases resulting from the issues decided under this delegation and amend the Articles of Association accordingly;
- generally, enter into any agreement, notably in order to successfully complete the planned issues, and/or take any measures and carry out any formalities required;

takes note that, should it make use of the delegation of authority granted to it in this resolution, the

Management Board will report to the next ordinary general meeting,

Fourteenth resolution

Delegation of authority to increase the number of securities to be issued in the event of a capital increase with or without preferential subscription rights

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report, and voting in accordance with article L. 225-135-1 of the French Commercial Code :

authorises the Management Board to increase the number of shares to be issued in the event of an increase in the Company's share capital, with or without preferential subscription right, pursuant to the 10th, 11th, 12th and 13th resolutions referred to above, at the same price as that used for the initial issue, within the time periods and limits stipulated by the regulations applicable on the issue date (currently, within thirty days of the close of the subscription period and up to a limit of 15% of the initial issue);

resolves that the Management Board may use this delegation to increase the number of shares in the event of a capital increase with preferential subscription right only in order to satisfy applications for excess shares made by shareholders and/or transferees of preferential subscription rights;

resolves that the nominal amount of the capital increases carried out under this resolution will be deducted from the overall ceiling referred to in the 15th resolution below;

sets the period of validity of this delegation of authority at twenty-six (26) months from the date of this meeting, and cancels with effect from this date any previous delegation having the same purpose;

takes note that, should it make use of the delegation granted to it in this resolution, the Management Board will report to the next ordinary general meeting,

Fifteenth resolution

Determination of the total amount of issues that may be carried out under the aforementioned delegations

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report,

resolves that:

- the maximum aggregate nominal amount of capital increases that may be carried out under the 10th, 11th, 12th, 13th and 14th resolutions of this general meeting may not exceed one million one hundred and fifty thousand euros (€1,150,000), it being specified that to this ceiling shall be added, where applicable, the nominal amount of any additional shares to be issued in the event of new financial transactions, to preserve the rights of holders of securities giving access to the capital; and
- the total nominal amount of debt securities giving access to the Company's capital that may be issued under the aforementioned resolutions of this general meeting may not exceed twenty million euros (€20,000,000).

Sixteenth resolution

Delegation of authority to be conferred on the Management Board for the purpose of deciding to increase the share capital for the benefit of the employees and corporate officers of the Company or related companies with removal of the preferential subscription right of shareholders for the benefit of members of a company savings plan

The general meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' report, voting in accordance with articles L. 225-129-6 and L. 225-138-1 of the French Commercial Code, firstly, and articles L. 3332-1 et seq. of the French Labour Code, secondly,

delegates its authority to the Management Board to increase the share capital, on one or more occasions, by issuing shares or any other equity security reserved for members of one or more company savings plans (or any other plan for whose members a capital increase may be reserved under equivalent conditions in accordance with articles L. 3332-1 et seq. of the French Labour Code allow a capital increase to be reserved under equivalent conditions), set up by the Company or within the group made up of the Company and the companies included in the same scope of consolidation (hereinafter the "**CSP Members**");

resolves that the ceiling on the nominal amount of the increase in the Company's share capital resulting from all issues of shares carried out pursuant to this resolution is set at 5% of the Company's share capital, while specifying that this ceiling (i) is autonomous and distinct from the ceilings referred to in the other resolutions submitted to this general meeting and (ii) is set without taking account of the nominal amount of the ordinary shares to be issued, where applicable, in respect of adjustments made to preserve, in accordance with the law, the rights of holders of securities giving entitlement to Company shares;

resolves to cancel the preferential subscription right of shareholders and to reserve the right to subscribe to any securities issued under this delegation for members of a company savings plan (CSP);

resolves that the subscription price of any shares or other equity securities issued under this delegation will be determined by the Management Board in accordance with the provisions of articles L. 3332-18 et seq. of the French Labour Code;

resolves to set the duration of this delegation at twenty-six (26) months from this date;

delegates full powers to the Management Board to implement this delegation and, notably, to set the provisions of any issues carried out pursuant to this delegation, duly record the capital increase(s) carried out pursuant to this delegation, amend the Articles of Association accordingly and, in general, do whatever is necessary;

takes note that the Management Board will report to the next ordinary general meeting, in accordance with the law and regulations, on the use made of the authorisations granted under this resolution.

Seventeenth resolution

Delegation of authority to be conferred on the Management Board for the purpose of increasing the Company capital by incorporation of reserves, profits or premiums or other sums that may be capitalised

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, having reviewed the Management Board's report, and voting in accordance with articles L.225-129 to L.225-129-6, L.22-10-49, L.225-130 and L.22-10-50 of the French Commercial Code,

delegates to the Management Board, with the option to sub-delegate under the conditions laid down by law, the authority to decide to increase the share capital, on one or more occasions, at such times and on such terms as it shall determine, except during a public offer for the Company's shares, by capitalisation of reserves, profits, premiums or other sums that may be capitalised, followed by the issue and allocation of bonus shares or by an increase in the par value of existing ordinary shares, or by a combination of these two methods;

resolves that fractional rights will not be negotiable or transferable and that the corresponding shares will be sold; the proceeds of the sale will be allocated to the holders of the rights within the period anticipated by the regulations;

resolves that the ceiling on the nominal amount of the capital increase, whether immediate or deferred, resulting from all issues carried out pursuant to this delegation, is set at one million euros (€1,000,000), while specifying that this ceiling (i) is autonomous and distinct from the ceilings referred to in the other resolutions submitted to this general meeting and (ii) is set without taking account of the nominal amount of the ordinary shares to be issued, where applicable, in respect of adjustments made to preserve, in accordance with the law, the rights of holders of securities giving entitlement to Company shares;

specifies, where necessary, that the issue of preference shares and securities giving access to preference shares is expressly excluded from this delegation;

sets the period of validity of this delegation of authority at twenty-six (26) months from the date of this meeting, and cancels with effect from this date any previous delegation having the same purpose; and

resolves that the Management Board will have full powers to implement this delegation, with the option to sub-delegate, under the conditions laid down by law and the articles of association, and notably to:

- determine all terms and conditions of the authorised transactions, and notably set the amount and nature of the sums to be incorporated into the capital, determine the number of new shares to be issued and/or the amount by which the par value of the existing shares making up the share capital is to be increased, set the date, even with retroactive effect, from which the new shares will carry dividend rights or the date from which the increase in par value will take effect, and charge the costs of the capital increases against the amount of the related premiums;
- make any necessary adjustments to take account of the impact of the transaction on the Company's share capital, and set the provisions under which the rights of holders of securities giving access to the Company's share capital will be preserved in accordance with the applicable legal, regulatory or contractual provisions;
- record the capital increase resulting from the issue of the shares, amend the Company's Articles of Association accordingly and carry out all necessary publication formalities; and
- generally, take all measures and carry out all formalities that may be useful or necessary for the successful completion of each capital increase.

Eighteenth resolution

Delegation of authority to be conferred on the Management Board to grant existing shares or shares to be issued without pre-emptive subscription rights to a category of persons

The general meeting, voting under the quorum and majority conditions of extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report, and voting in accordance with article L. 225-197-1 and article L. 22-10-59 of the French Commercial Code:

authorises the Management Board to proceed, on one or more occasions, for the benefit of (i) employees of the Company and of companies related to it as defined in article L. 225-197-2 of the French Commercial Code, and (ii) eligible corporate officers of the Company or of companies related to it (meeting the conditions set out in the French Commercial Code) (the "**Beneficiaries**"), with the free allotment of existing shares or shares to be issued by the Company (hereinafter referred to as the "**2025 AGAs**");

resolves that the total number of shares that may be allotted under this authorisation may not exceed 3% of the share capital on the date of this authorisation (44,000 shares), it being specified:

- that, in all cases, the total number of allocated free shares may not exceed 10% of the share capital at the date of allocation of the 2025 AGAs;
- that this ceiling does not take into account the number of shares to be issued in order to reserve the rights of holders of securities giving access to the Company's capital in the event of a transaction involving the Company's capital taking place during the vesting period referred to below;
- that no free shares may be allocated to employees or corporate officers each holding more than 10% of the share capital. In addition, an issue of free shares may not result in employees and corporate officers each holding more than 10% of the share capital.

sets the duration of this authorisation at thirty-eight (38) months as from this meeting

resolves that the shares to be allotted under this authorisation will be, at the discretion of the Management Board, either new shares resulting from a capital increase through the capitalization of reserves to be deducted from the Company's balance sheet reserves, profits or additional paid-in capital, and the creation of new ordinary shares with a par value of one euro (€1) each, or existing shares bought back by the Company in accordance with the law;

sets the minimum vesting period, after which the allotment of shares to their beneficiaries will become definitive, at one (1) year from the date of their allotment by the Management Board, and gives full powers to the Management Board to set, where applicable, a vesting period of more than one (1) year and/or a holding period, it being specified that the combined vesting and holding periods may not be less than two (2) years, and that the Management Board may provide for vesting and holding periods longer than the minimum periods set above;

resolves, however, that the allotment of shares will become definitive before the end of the vesting period, in the event of the beneficiary's disability corresponding to classification in the second or third of the categories anticipated in article L. 341-4 of the French Social Security Code;

notes that during the holding period, the shares allocated will be personal, non-transferable and inalienable (except in the event of the death or disability of the beneficiary corresponding to classification in the second or third of the categories anticipated in article L. 341-4 of the French Social Security Code);

notes that the Beneficiaries will nevertheless have the status of shareholders and will enjoy all the rights attached to the shares allocated as from the expiry of the vesting period;

notes that this authorisation entails the waiver by shareholders, in favour of the Beneficiaries of shares that may be issued as and when said shares are definitively allotted, of their pre-emptive subscription rights and of the portion of reserves to be deducted, where applicable, in the event of the issue of new shares;

notes that the Management Board will inform the ordinary general meeting each year of transactions carried out under this authorisation;

resolves to give full powers to the Management Board to implement this delegation within the limits set out above, and within the limits set by the legal provisions in force and the Company's Articles of Association, and notably to:

- determine the identity of the Beneficiaries of the free share allocations, set the number of shares allocated to each of them;
- set the conditions and, where applicable, the criteria for granting the 2025 AGAs, notably making the definitive grant of the 2025 AGAs subject to performance conditions and/or conditions of the Beneficiary's presence within the Company;
- set the number of shares granted to corporate officers, which they are required to hold in registered form until they cease to hold office or are re-appointed;
- if necessary, during the vesting period, adjust the number of shares allotted free of charge in order to preserve the rights of Beneficiaries in the event of any transactions involving the Company's share capital;
- set the amount of reserves, profits or premiums to be incorporated into capital;
- set the dividend entitlement date, even retroactively, for newly issued shares;
- decide and record the capital increase(s) thus undertaken;
- where applicable, take all necessary measures to ensure compliance with the obligation to retain shares by Beneficiaries for the period decided by the Management Board;
- carry out all actions and formalities required to record the completion of the resulting capital increases in the event of bonus issues of new shares, amend the Articles of Association accordingly and, more generally, do whatever is necessary.

Nineteenth resolution

Amendment to the Company's Articles of Association concerning participation and voting rights at General Meetings

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings, having reviewed the Management Board's report, amends Articles 26 to 30 of the Company's Articles of Association relating to the terms of participation and voting at general meetings, ruling in accordance with the provisions of Articles L225-103-1 (videoconference) and R225-61 (online voting) of the French Commercial Code,

decides to hold partially or fully paperless general meetings. Shareholders may take part in general meetings by videoconference or telecommunication means that enable them to be identified and guarantee their effective participation, under the conditions laid down by current regulations.

specifies that shareholders may vote by post or by electronic means under the conditions set by law and regulations. The Company may notably provide shareholders with a secure website dedicated to remote voting prior to the meetings.

The Management Board is authorised to organise, in accordance with legal and regulatory conditions, the participation and voting of shareholders at meetings by videoconference or other means of telecommunication enabling their identification. The Management Board ensures that the implemented means guarantee the integrity and security of votes cast remotely.

Ordinary General Meeting

Twentieth resolution

Powers for formalities.

The general meeting, voting under the quorum and majority conditions required for ordinary general meetings, **gives** full powers to the bearer of an original, copy or extract of the minutes of these deliberations in order to carry out all legal publication formalities.

SIDETRADE ACTIVITY IN 2024

(EXTRACT FROM THE 2024 MANAGEMENT REPORT)

In accordance with the legal provisions, we present you with our management report.

1. Situation of the Group during the past financial year

Significant events

New record of order intake over one year (+13% in ACV)

Sidetrade managed to set a new annual record for order intake, both in the amount of new subscriptions signed and in the amount of associated services. In 2024, new contracts represented €6.53m in subscriptions on an annual basis (New ARR), up 6% compared to €6.18m recorded in 2023, and €6.2m in services, showing a growth of 21% compared to €5.1m the previous year.

Overall, the Annual Value of New Contracts (ACV) is at an all-time high of €12.73m compared to €11.30 m a year earlier (+13%).

The United States fully played their role as a growth engine with a 36% increase in subscription order intake, accounting for 46% of the total. In addition, the Northern Europe region, driven mainly by the United Kingdom, is starting a promising reboot, reaching €0.74m in subscriptions in 2024, a growth of 20% compared to 2023, suggesting additional development potential for 2025.

During this 2024 financial year, subscription orders from new customers ("New Business") represent 63% of the total, while the extension to new entities within a group ("Cross-Sell") constitutes 18% of order intake. Finally, sales of additional modules to existing customers ("UpSell") represent 19% of the total.

Strong turnover growth in 2024: +26%, including +22% for SaaS subscriptions

Sidetrade (in millions of euros)	2024	2,023	Variance
SaaS subscriptions	45.5 ⁽¹⁾	37.3	+22%
Turnover	55.0 ⁽²⁾	43.7	+26%

(1) including €3.0m in recurring revenue from SHS Viveon

(2) including €4.4m turnover of SHS Viveon

Sidetrade posted annual turnover of €55.0M in 2024, representing growth of 26% on the previous year and 16% on a like-for-like basis (excluding the acquisition of SHS Viveon finalised in June 2024), underlining solid internal momentum. Several factors explain these remarkable results:

- Sustained organic growth

Excluding the contribution of SHS Viveon, Sidetrade demonstrated its ability to maintain a strong growth momentum. The overall turnover (excluding acquisitions) rose by 16%, while SaaS subscriptions posted a significant increase of 15%. This performance was particularly boosted by a record first half-year in terms of order intake.

At the same time, the Services activity recorded exceptional growth of 24%, notably thanks to global implementation projects.

- Strategic acquisition of SHS Viveon

Since its integration into Sidetrade on 1 July 2024, SHS Viveon has contributed €4.4m of turnover, thereby consolidating the group's growth momentum. Its activities, now based in the DACH region (Germany, Austria, Switzerland and Eastern

Europe), represent 15% of global turnover in the second half of 2024. This new region is a new lever for the Group's growth.

- A rapidly expanding international footprint (65% of the turnover)

Sidetrade is strengthening its presence on the world stage, confirming internationalisation as the cornerstone of its development strategy. The integration of SHS Viveon boosted the proportion of turnover generated outside of France to 65%, a significant development which testifies to the Group's successful expansion.

In addition, with 70% of its staff based abroad, Sidetrade has demonstrated its ability to conquer global markets while maintaining essential proximity to its local clients, a guarantee of trust and efficiency.

- Exceptional performance in North America (+36%)

The North American region recorded the strongest geographical growth in 2024, with an increase of 36%, accounting for €16.6M of annual turnover. This strategic market will continue to play a major role in Sidetrade's development ambitions.

An increase in subscriptions with multinationals: a lever for Sidetrade's growth

Sidetrade's customer analysis, reinforced by the integration of SHS Viveon, reveals an impressive 44% growth in subscriptions from multinationals generating a turnover of more than €2.5b. These contracts now represent 50% of all of the company's subscriptions, affirming their central role in Sidetrade's development strategy.

More broadly, subscriptions from multinationals with a turnover exceeding €1.0b now constitute 79% of the total portfolio, confirming Sidetrade's positioning more than ever as a privileged partner of large companies.

The acquisition of SHS Viveon contributed significantly to this dynamic, bringing a strong portfolio of key accounts and broadening Sidetrade's prospects with large companies in the DACH region. With this strengthened base, Sidetrade is well positioned to maintain its attractiveness and fully exploit these new opportunities in the coming quarters.

It is recalled that all Sidetrade multi-year contracts are systematically indexed to inflation (Syntec for Southern Europe, UK CPI for Northern Europe, and US CPI for the United States). This measure ensures that price changes are passed on to SaaS subscribers each year, without having to wait for contracts to be renewed.

Leverage on operating margin increased to +45%, standing at 15% of turnover

- Significant increase in gross margin: +22%, reaching 78% of turnover

Over this period, the company recorded an incremental increase of €7.8m in gross margin compared to 2023. Sidetrade's gross margin rate is 78% of turnover and 80% on a comparable basis (compared to 81% in 2023) and 92% for SaaS subscriptions (compared to 93% in FY 2023).

This solid performance was driven by the contribution of SaaS subscriptions, which now account for 95% of the overall gross margin. It also reflects a commercial policy valuing Sidetrade's technological lead in artificial intelligence as well as good cost control, achieved despite the inflationary context.

- Operating margin of 15% of turnover (versus 13% of turnover in 2023)

The operating margin reached €8.4m for the whole of 2024, up 45% compared to 2023 (€5.8m). This profitability is based on strong business growth, excellent gross margin and rigorous cost management.

This remarkable progress allowed Sidetrade to pursue an investment policy up €5.2m compared to 2023, with a particular focus on R&D (+€2.3m), notably to integrate Generative AI into the heart of its product.

The 2024 operating margin includes a Research Tax Credit of €2.6m (compared to €2.4m in 2023) as well as a marginal activation of R&D expenses at €0.16m, i.e. 2% of R&D costs for the year.

As a result, Sidetrade's operating margin rate stands at 15%, a gain of 2 points compared to 13% recorded in 2023.

Net income up 40% to €7.9m

Sidetrade's financial result for the full year 2024 was €0.7m, up from €0.4m in 2023. This performance is mainly due to interest generated by short-term investments and foreign exchange gains realized during the period.

With regard to corporate tax, the expense is estimated at €1.1M in 2024, compared to €0.6M in 2023.

In the end, Sidetrade's net income for 2024 was €7.9m, up 40%, confirming the achievement of a new level of profitability and a solid balance between growth and profitability.

Strengthened financial solidity, even after the acquisition of SHS Viveon AG

In 2024, the company generated operating cash flow of €9.6m, with strong operating growth of €3.3m, offset by the delay in repayment of the Research Tax Credit (€2.4m) due to the threshold.

Sidetrade recorded gross cash of €25.2m, higher than the December 2023 level (+€1.3m) despite the acquisition of SHS Viveon AG for a net amount of €5.2m (€6.6m acquisition of securities offset by €1.4m of available cash at SHS Viveon AG).

In parallel, Sidetrade holds 85,600 equity shares, valued at €19.1m as on 31 December 2024.

With financial debt standing at €7.9m (down €2.3m), Sidetrade has maintained, over and above the SHS Viveon acquisition, an intact acquisition capacity enabling it to accelerate its expansion.

Opening of the DACH region relying on SHS Viveon AG

On 6 May 2024, Sidetrade initiated a takeover bid for SHS Viveon AG, recognised leader in Germany in credit risk management software (cf. communiqué de presse). After the approval of the Munich Stock Exchange for the delisting of SHS Viveon AG, Sidetrade extended the offer period to 29 July 2024 (see communiqué de presse).

At the end of 2024, Sidetrade controlled 88.3% of the capital of SHS Viveon AG, affirming its position as majority shareholder.

The activities of SHS Viveon AG was carried in the Sidetrade Group's consolidated accounts from 1 July 2024. This acquisition opens up new growth prospects for Sidetrade in the DACH region (Germany, Austria, Switzerland and Eastern Europe) and will further strengthen its international position.

Rise of Sidetrade in the EcoVadis Top 15%

In 2024, Sidetrade reached a new milestone in social and environmental responsibility, earning a Silver Medal from EcoVadis. This ranking now places Sidetrade among the top 15% of companies in its sector.

With a score of 70/100, up from 2023, the EcoVadis distinction reflects the company's initiatives to reduce its energy footprint and optimize its infrastructure. This success solidifies Sidetrade's position as a responsible partner in the transition to a sustainable economy.

2. Comments on the consolidated accounts

Turnover

At €55.0 million, the consolidated overall turnover for the 2024 financial year was up 26% compared to 2023 (turnover of €43.7 million), and also up 16% on a like-for-like basis (excluding SHS Viveon).

Sidetrade demonstrated its ability to maintain a strong growth momentum. Order to Cash SaaS subscriptions posted a notable organic increase of 15%.

At the same time, the Services activity recorded strong growth of 24%, notably thanks to global implementation projects.

SHS Viveon was consolidated from 1 July 2024 and contributed to a turnover of €4.4m in H2.

The turnover from exports in 2024 amounts to €35,432k compared to €24,026k in 2023, an increase of +47%.

The turnover in the financial year is broken down by service lines as follows:

in €k	OTC Platform subscriptions	Services	Total
2,024	45,467	9,510	54,977
2,023	37,287	6,452	43,739
Growth	22%	47%	26%

Operational revenue

Total operational revenue (including the Research Tax Credit) amounts to €60,479k in 2024 compared to €50,049k in 2023 (+21%) and mainly includes:

- Turnover of €54,977k compared to €43,739k in 2023;
- The amount of activated development costs of €160k in 2024 (compared to €220k in 2023);
- The net Research Tax Credit recorded as an operational subsidy of €2,560k in 2024 compared to €2,371k in 2023;
- Provision write-backs mainly relate to provisions for risks (€275k).
- The other income for €2,312k (compared to €2,467k in 2023) mainly corresponds to invoicing of electronic mail sending services (€1,973k).

Operating expenses

Operating expenses amount to €52,111k in 2024 compared to €44,240k in 2023 (+18%).

The increase in expenses, amounting to €7,871k, is mainly due to the following expenses:

- Increase in external expenses for €752k (+6%)
- Increase in the payroll for €6,195k (+21%)
- Increase in depreciation of customer receivables for €597k (+99%)

Operating income (including Research Tax Credit)

The operating income (including the Research Tax Credit) is a profit of €8,367k, up 44% compared to a profit of €5,808k in 2023.

The financial result for the year is profitable and amounts to €654k compared to a profit of €377k as at 31 December 2023. This result mainly concerns interest on short-term cash investments, foreign exchange gains and losses, interest on borrowings. Taking these elements into account, the current result before tax for the financial year (including the Research Tax Credit) was +€9,022k for the 2024 financial year compared to +€6,185k for the 2023 financial year.

No exceptional result is noted vs a loss of €1k in 2023.

The Group's net income for the year is a profit of €7,897k, up 40% compared to the 2023 financial year (€5,626k).

As at 31 December 2024, the total consolidated balance sheet amounts to €76,705k compared to €64,988k as at 31 December 2023 (+18%).

The change in balance sheet asset accounts amounts to €11,717k and essentially includes:

- Increase in acquisition goodwill (+€4,199k)
- Increase in customer relations (+€1,196k)
- Increase in cash and cash equivalents (+€1,273k);
- Increase in customer receivables (+€1,326k);
- Increase in Other receivables (+€3,301k);
- Increase in prepaid expenses (+€404k).

The change in liability items mainly concerns:

- Increase in equity (+€8,408k);
- Increase in tax and social security debts (+€2,929k);
- Increase in deferred income (+€2,477k);
- Increase in supplier debts (+€1,294k)
- Increase in provisions for risks (+€469k).
- Decrease in loans and other financial debts (-€2,317k);
- Decrease in other debts (-€986k);
- Decrease in advances and down payments received (-€324k);
- Decrease in the Conditional advances item (-€309k).

Headcount

The headcount as at 31 December 2024 is 405 employees, including 138 employees in France.

The headcount is broken down as follows:

276 men and 129 women

396 permanent contracts, 9 fixed-term contracts

125 management level staff, 12 employees and supervisors, 1 trainee and 267 other staff (foreign subsidiaries)

The average headcount over the financial year was 391 employees.

3. Foreseeable evolution of the Group's situation

We ended the year with a very strong momentum of our order intake in the fourth quarter with just over €2m in new annual subscription revenue (New ARR), up 33% compared to Q4 of last year. With the exception of Q3, we managed to align, over the whole year, three quarters out of four at just over €2m of subscription order intake (in New ARR) per quarter, which ultimately allows us to beat a new record of order intake over a year. Beyond these figures, this performance confirms three structural trends that will guide Sidetrade's trajectory over the coming months and years. 1/ Our technological lead in AI, now reinforced by generative AI capabilities, enables us to win very large global accounts. 2/ Sidetrade is definitely positioning itself as the preferred partner of multinational companies with 44% growth in subscriptions for those with a turnover of more than €2.5b and nearly 80% of total subscription revenues achieved with those achieving more than €1b. 3/ The United States are and will continue to be a strong growth engine for the group, with nearly half of the order intake for the year (46%) and spectacular revenue growth (+36%). As such, and in anticipation of the expected economic context on both sides of the Atlantic, we have decided to focus the majority of our commercial investments for 2025 on the US market, where we see substantial growth potential. The year 2024 marked a milestone in our development, driven by very promising beginnings in generative AI adapted to the field of Order-to-Cash, the strengthening of our European leadership with the acquisition of SHS Viveon and finally the significant acceleration of our expansion in the United States. Sidetrade is on track to deliver another year of growth and profitability in 2025 and beyond.

Significant events since 31 December 2024

N/A

4. Research and development activity (Group)

During this financial year, the Group increased its Research and Development efforts. The research program meets the requirements of a "Research Tax Credit" program. Its base amounts to €11,625k in 2024. In addition, €160k have been activated for development costs. The amount of net research tax credit amounts to €2,560k for 2024.

5. Significant acquisitions of equity interests (shareholdings or voting rights) in companies having their registered office in France, or acquisition of control of such companies; disposals of such equity interests)

N/A

6. Activity and result of the Company and its subsidiaries

The turnover amounts to €46,243k compared to €39,318k for the year 2023 (+18%). The turnover from exports amounts to €23,874k in 2024 compared to €18,691k in 2023 (+28%).

in €k	OTC Platform subscriptions	Services	Total
2,024	40,654	5,589	46,243
2,023	35,114	4,204	39,318
Growth	16%	33%	18%

“OTC Platform Subscriptions” activities increased by 16% with a turnover of €40,654 million.

“Services” activities achieved a turnover of €5,589 million, up 33%.

Total operational revenue amounts to €49,917k in 2024 compared to €43,437k in 2023 and mainly includes:

- Turnover is €46,243k in 2024 compared to €39,318k in 2023;
- Re-invoicing of postage costs as part of automated routing services amounts to €1,973k compared to €2,200k in 2023;
- Re-invoicing of expenses for the benefit of the subsidiary Amalto Technologies Corporation for €792k compared to €865k in 2023;
- Operating foreign exchange gains on debts and receivables in foreign currencies for €234k
- Amount of activated development costs is €160k in 2024 (compared to €220k in 2023);
- Re-invoicing of expenses to the subsidiary Sidetrade Ireland for €135k compared to €113k in 2023.
- Operating grant related to the Eurofirmo project €126k
- Provision write-backs for an amount of €111k correspond to provision write-backs for employee litigation.

Operating expenses for the year amount to €47,736k compared to €42,426k for the 2023 financial year. The increase in operating expenses of €5,310k is notably explained by:

- Increase in outgoings (+€3,783k);
- Increase in payroll costs (+€588k);
- Increase in provisions for depreciation of customer receivables (+€591k).

The operating income is a profit of €2,181k compared to a profit of €1,010k in 2023.

The financial result for the year is a profit of €210k compared to a loss of €1,287k in 2023.

Financial income mainly includes interest on cash investments of €657k and interest on current accounts of €192k.

Financial expenses mainly include a provision for exchange losses of €238k, interest on current accounts of €400k and interest on loans of €50k.

Taking these elements into account, the current result before tax for the financial year was €2,391k for the 2024 financial year compared to -€277k in 2023.

The exceptional result for the year shows a profit of €306k and concerns capital gains on treasury shares.

In 2024, corporation tax totals a credit of €2,011k which corresponds to a Research Tax Credit of €2,227k and a tax charge of €216k.

As at 31 December 2024, the Company's balance sheet amounts to €76,327k compared to €66,254k as at 31 December 2023.

The change in balance sheet asset accounts amounts to +€10,073k and essentially concerns:

- Increase in financial fixed assets (+€12,735k), including +€12,495k in receivables related to shareholdings;
- Increase in other receivables (+€2,289k);
- Increase in customer receivables (+€374k);
- Increase in active rate differences (+€230k);
- Increase in prepaid expenses (+€174k);
- Decrease in availabilities and marketable securities for (-€4,760k);
- Decrease in the amount of goodwill (-€751k);
- Decrease in the amount of other tangible fixed assets (-€119k).

The change in liability items mainly elicits for the following remarks:

- Increase in equity (+€4,708k) related to a profit for the year of €4,708k;
- Increase in other debts (+€3,978k) mainly including current accounts;
- Increase in deferred income (+€2,101k);
- Increase in tax and social security debts (+€885k);
- Increase in supplier debts (+€486k);
- Decrease in borrowings (-€2,359k);
- Decrease in guaranteed advances (-€309k);

Sidetrade UK Limited

As at 31 December 2024, the Company holds a British subsidiary incorporated on 16 August 2011, the company Sidetrade UK Limited, of which it holds 100% of the capital.

The objective of Sidetrade UK Limited is to develop the Sidetrade Group's offer on the UK market.

The company is linked to Sidetrade SA by a management fees and business development agreement that notably provides for the invoicing of marketing, R&D and structural expenses incurred in the United Kingdom. The costs incurred by the subsidiary during the year represent an amount of €8,849k.

The turnover (intra-group) amounts to €9,969k. The net income of Sidetrade UK is a profit of €1,192k.

Sidetrade Limited Ireland

As at 31 December 2024, the Company holds an Irish subsidiary incorporated on 19 July 2013, the company Sidetrade Limited, of which it holds 100% of the capital.

The objective of Sidetrade Limited Ireland is to provide a pan-European shared service center.

The company is linked to Sidetrade SA by:

- a shared service desk re-invoicing agreement as well as a commercial cost re-invoicing agreement. The costs incurred for the subsidiary during the year represent an amount of €116k.
- a business development agreement that notably provides for the invoicing of marketing and structural expenses incurred on Irish territory. The costs incurred by the subsidiary during the year represent an amount of €691k.

The turnover amounts to €3,020k, including €2,246k outside of the Group. The net income of Sidetrade Limited Ireland is a loss of €100k.

Sidetrade BV

As at 31 December 2024, the Company holds a Dutch subsidiary incorporated on 29 March 2015, the company Sidetrade BV, of which it holds 100% of the capital.

The net income of Sidetrade BV is a profit of €6k.

Sidetrade Inc

As at 31 December 2024, the Company holds a US subsidiary incorporated on 9 January 2020, the company Sidetrade Inc, of which it holds 100% of the capital.

The objective of Sidetrade Inc is to develop the Sidetrade Group's offer on the American market.

The company is linked to Sidetrade SA by a business development agreement that notably provides for the invoicing of marketing and structural expenses incurred in the United States. The costs incurred by the subsidiary during the year represent an amount of €6,769k.

The turnover (intra-group) amounts to €7,888k. The net income of Sidetrade Inc is a profit of €1,008k.

Amalto Technologies Corporation

As at 31 December 2024, Amalto Corporation is 100% owned by Sidetrade SA following the absorption of Amalto SA by Sidetrade SA as at 31 December 2021.

The objective of Amalto Technologies Corporation is to develop the Sidetrade Group's offer on the American and Canadian markets.

The company is linked to Sidetrade SA by a re-invoicing agreement, based on the total amount of subscriptions billed to the customers of Amalto Technologies Corporation. The amount invoiced to the subsidiary during the financial year amounts to €792k.

The turnover amounts to €2,037k. The net income of Amalto Technologies Corporation is a profit of €944k.

Sidetrade Canada Ltd

As at 31 December 2024, the Company holds a Canadian subsidiary incorporated on 30 June 2022, Sidetrade Canada Ltd, of which it holds 100% of the capital.

Sidetrade Canada aims to deliver services as part of a shared service centre.

The company is linked to Sidetrade SA by a management fees agreement that notably provides for the invoicing of marketing and structural expenses incurred on Canadian territory. The costs incurred by the subsidiary during the year represent an amount of €2,721k.

The turnover (intra-group) amounts to €3,048k.

The net income of Sidetrade Canada Ltd is a profit of €260k.

Sidetrade AG

As at 31 December 2024, the Company holds a German subsidiary acquired in March 2024, the company Sidetrade AG, of which it holds 100% of the capital.

The net income of Sidetrade AG is a loss of €376k.

7. Group Risk Management Policy

The current global economic situation related to the recession risk and increasing rates are all risks that could impact the company's financial situation:

Inflation risk: Our solutions for securing and accelerating cash flow are even more relevant for companies in the current context. As such, we believe that our pricing power is correlated with rising inflation. On the one hand, almost all of our SaaS subscription contracts are automatically indexed annually to price changes, and on the other hand, the return on investment of our solutions is directly proportional to the cost of cash made available to our customers.

Rate risk: due to the Group's good cash flow as at 31 December 2024, and a borrowing situation with a hedged rate structure, the risk is limited.

Risk of recession: as a result of the investment freeze, order intake could be weaker, with a marked impact on growth in 2025.

In addition, the main usual risks identified by the Company are summarized below:

Risks relating to the Group's business, notably those relating to market acceptance of the business model, which is a major strength of the software publisher, those relating to competition, which could threaten the Company's leading position, and those relating to the economic environment in the current context of liquidity crisis, those relating to data security, which is covered by a contract and a state-of-the-art technological organisation, those relating to technological obsolescence, which would mean that the software would not meet future market demand, and those relating to scalability, which could lead to service unavailability.

Operational risks, particularly those related to dependence on key employees.

Market risks, such as those associated with a portion of cash invested in French mutual funds (FCP) with a mix of equity and fixed income investments, or those associated with foreign currency transactions, notably in pounds sterling and dollars, which may generate a foreign exchange risk for the Group.

Legal risks, including those covered by insurance.

Risks relating to shares, notably the fact that the Company's shares are not listed for trading on a regulated market and therefore do not benefit from the corresponding guarantees, and that the price of the Company's shares may fluctuate significantly.

Risks relating to the possibility of significant disposals of Sidetrade shares made possible by the improved liquidity of Sidetrade shares since the transfer to the E1 listing group of the Euronext Growth Paris market.

Sidetrade S.A. financial results for the last five financial years

In €k	12.2024 12 months	12.2023 12 months	12.2022 12 months	12.2021 12 months	12.2020 12 months
A – Capital at the end of the financial year					
1. Share Capital	1,483	1,468	1,452	1,436	1,425
2. Number of existing ordinary shares	1,482,899	1,467,926	1,451,984	1,436,091	1,425,496
3. Maximum number of future shares to be created by exercising subscription rights					
B – Operations and results of the financial year					
1. Turnover excluding taxes	46,243	39,318	31,959	27,764	26,641
2. Income before taxes, employee profit-sharing and depreciation, amortization and provisions	4,837	1,890	185	2,381	1,525
3. Tax on profit	- 2,011	- 2,075	- 1,993	- 1,625	- 1,646
4. Employee profit-sharing due for the financial year				81	63
5. Income after taxes, employee profit-sharing and depreciation, amortization and provisions	4,708	1,823	1,916	2,666	2,701
6. Distributed income (during the year)			-	-	-
C – Earnings per share (in euros)					
1. Income after taxes, employee profit-sharing, but before depreciation, amortization and provisions	3.26	1.29	0.13	1.66	1.07
2. Income after taxes, employee profit-sharing and depreciation, amortization and provisions	3.17	1.24	1.32	1.86	1.89
3. Net dividend allocated to each share (during the year)					
D – Personnel					
1. Average number of employees during the year	129	118	118	109	111
2. Total payroll for the year	10,213	9,626	9,374	8,101	7,737
3. Amounts paid in respect of social security charges for the year	4,572	4,544	4,038	3,518	3,329

COMPOSITION OF THE MANAGEMENT BOARD ON 31 DECEMBER 2024

Members	Term of office	Position within the Company	1 st appointment	Expiry of term
Olivier Novasque	Chairman of the Management Board	Chairman and Chief Executive Officer	22/02/2000	OGM for the year ending 31.12.2026
Christelle Dhrif	Director	Director of Marketing and Communications	08/12/2003	OGM for the year ending 31.12.2026
Access2Net	Director represented by Pierre-Yves Dargaud	None	17/05/2005 by decision of the Management Board on 24/06/2004	OGM for the year ending 31.12.2026
Gilles Rigal	Director	None	15/09/2023	OGM for the year ending 31.12.2026
Jean-Luc Robert	Director	None	15/09/2023	OGM for the year ending 31.12.2026

REQUEST FOR DOCUMENTS AND INFORMATION

In accordance with article R.225-88 of the French Commercial Code, from the date on which the general meeting is convened and up to and including the fifth day before the meeting, any shareholder (whether holding registered shares or bearer shares) may ask the Company, using the form below, to provide the documents and information referred to in articles R.225-81 & 83 of the said Commercial Code.

This may be done by electronic means of telecommunication implemented under the conditions set out in article R 225-63 at the address indicated by the shareholder, i.e. after obtaining the prior written consent of the shareholder in question, who shall indicate his/her electronic address.

This prior agreement will result from the choice expressed below by the shareholder with the indication of his/her e-mail address

Form to be sent to:

Sidetrade Group Investor Relations Department F-92100 Boulogne Billancourt 114 rue Galliéni

Combined General Meeting of shareholders on 18 June 2025

NAME:

First name(s):

CHOICE OF DOCUMENT DISPATCH METHOD (tick box)

☐ **Full address:**

.....

☐ **E-mail address:**

as the owner of SIDETRADE shares, code FR0010202606

- in registered form (*)

- in bearer form (*) (**)

requests that the documents and information referred to in articles R.225-81 & 83 of the French Commercial Code be sent, with the exception of those attached to the proxy/postal voting form.

In, on 2025

Signature

Registered shareholders may make a single request, by special letter, to the Company to send them the documents referred to above, on the occasion of each subsequent shareholders' meeting.

(*) delete as appropriate

(**) attach the certificate of attendance issued by the securities account holder