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GROUPE BERKEM

Public limited company with a Board of Directors and capital of 39,977,217.00 euros
Head office: 20 rue Jean Duvert 33290 Blanquefort
820 941 490 R.C.S. Bordeaux
(the "Company")

NOTICE OF MEETING

ORDINARY ANNUAL AND EXTRAORDINARY GENERAL MEETING OF JUNE 22, 2023

The shareholders of GROUPE BERKEM (the "Company") are invited to attend the Ordinary Annual and Extraordinary General Meeting to be held on **June 22, 2023**, contrary to publication in the *Bulletin des Annonces Légales Obligatoires* no. 59 of May 17, 2023, at **4 p.m.**, at the **Hôtel Mercure Paris Gare Montparnasse TGV, 40, rue du Commandant René Mouchotte, 75014 Paris**.

AGENDA

ORDINARY RESOLUTIONS

1. Approval of the financial statements for the year ended December 31, 2022 and discharge of the Directors;
2. Approval of the consolidated financial statements for the year ended December 31, 2022 ;
3. Approval of the expenses and charges referred to in article 39, paragraph 4 of the French General Tax Code ;
4. Allocation of the result for the year ;
5. Approval of the agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code;
6. Authorization for the Board of Directors to purchase the Company's own shares in accordance with Article L. 22-10-62 of the French Commercial Code ;

EXTRAORDINARY RESOLUTIONS

7. Delegation of authority to the Board of Directors to decide on the issue, with preferential subscription rights, of shares and/or securities giving immediate or future access to the capital or entitling holders to debt securities, or the incorporation of profits, reserves or premiums into the capital;
8. Delegation of authority to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to the capital or entitling holders to debt securities, without preferential subscription rights and without indication of beneficiaries, by way of a public offering;
9. Delegation of authority to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to the capital or entitling holders to debt securities, by way of an offer as referred to in Article L.411-2 1° of the French Monetary and Financial Code and up to a limit of 20% of the share capital per year, without preferential subscription rights without indication of beneficiaries;

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10. Delegation of authority to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to the capital or entitling holders to debt securities, without preferential subscription right in favor of categories of beneficiaries;
11. Authorization to be granted to the Board of Directors to increase the number of shares issued in accordance with the provisions of article L.225-135-1 of the French Commercial Code, in the event of the implementation of the delegations of authority referred to in the four preceding resolutions, with maintenance or cancellation of preferential subscription rights as the case may be;
12. Delegation of powers to the Board of Directors to decide on a capital increase in cash reserved for employees who are members of a company savings plan in accordance with the provisions of Articles L.225-129-6 of the French Commercial Code and L.3332-18 et seq. of the French Labor Code, with cancellation of preferential subscription rights reserved for the Company's employees;
13. Authorization to the Board of Directors to grant free shares;
14. Setting of the overall limit for authorizations to issue shares and securities giving access to the applicable capital and debt securities;
15. Authorization to the Board of Directors to reduce the Company's share capital by cancelling shares;
16. Power for formalities.

Due to a clerical error in the meeting notice published in the *Bulletin des Annonces Légales Obligatoires* no. 59 of May 17, 2023, the following paragraph of the Third Resolution:

Notes that there were no non-tax-deductible expenses or charges, as referred to in paragraph 4° of Article 39 of the French General Tax Code, during the financial year ended December 31, 2022.

is deleted in its entirety and replaced by the following paragraphs:

notes the existence of non-tax-deductible expenses and charges as referred to in paragraph 4° of Article 39 of the French General Tax Code ;

approves the amount of non-tax-deductible expenses and charges referred to in paragraph 4° of Article 39 of the French General Tax Code, i.e. 22,320 euros.

The remainder of the text of the resolutions to be submitted to the vote of the Ordinary and Extraordinary General Meeting of June 22, 2023 is consistent with the text published in the *Bulletin des Annonces Légales Obligatoires* no. 59 of May 17, 2023.

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INFORMATION

1 - Attendance at the Meeting

Shareholder status

Shareholders may take part in this General Meeting regardless of the number of shares they own, notwithstanding any Article clauses to the contrary. All shareholders are entitled to attend upon presentation of proof of identity.

Shareholders may attend the Annual General Meeting:

- by physically taking part;
- by postal vote ;
- by giving a proxy to the Chairman;
- by appointing another person of their choice to represent them (articles L.225-106 I and L.22-10-39 of the French Commercial Code).

It is specified that for any proxy given by a shareholder without indication of a proxy, the Chairman of the General Meeting will vote in favour of the adoption of the draft resolutions presented or approved by the Board of Directors and against the adoption of all other draft resolutions.

A shareholder who has already cast a postal vote, sent a proxy or requested an admission card or certificate of attendance may no longer choose another means of participating in the Annual General Meeting.

The legal representatives of incapacitated shareholders and the representatives of corporate shareholders may be required to justify their status by producing a copy of the court decision or a certified extract of the decision of the corporate body appointing them.

In accordance with article R.22-10-28 of the French Commercial Code, shareholders who can prove that they are :

- in the case of registered shares: registration of said shares in the Company's registered share accounts on Tuesday, June 20, 2023 at 00:00 Paris time;
- in the case of bearer shares: registration of the said shares (where applicable in the name of the intermediary registered on behalf of the shareholder concerned in accordance with legal and regulatory conditions) in the bearer share accounts held by their authorized intermediary on Tuesday June 20, 2023 at 00:00 Paris time. The authorized intermediaries will issue a certificate of participation, attached to the postal voting form or proxy form drawn up in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary, or to the request for an admission card drawn up in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary.

Only shareholders who can prove their status as such by midnight (Paris time) on Tuesday June 20, 2023, in accordance with the above conditions, will be entitled to attend this Annual General Meeting.

Shareholders may sell all or part of their shares at any time:

- if the transfer takes place before midnight Paris time on Tuesday June 20, 2023, the postal vote or the proxy form, accompanied, where applicable, by a certificate of participation, will be invalidated or amended accordingly, as the case may be. To this end, the authorized

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intermediary holding the shares must notify the Company or its agent of the transfer and provide the necessary information;

- if the sale or any other transaction is carried out after midnight (Paris time) on Tuesday June 20, 2023, by whatever means, it will not be notified by the authorized intermediary or taken into consideration by the Company.

How to attend the Meeting

Shareholders wishing to attend the Annual General Meeting in person may request an admission card as follows:

- holders of shares in registered form: present themselves on the day of the meeting at a special counter, with proof of identity, or request an admission card from Uptevia, Service Assemblées Générales, 12 place des Etats-Unis, CS 40083, 92549 Montrouge Cedex.
- holders of shares in bearer form: ask the authorized intermediary managing their share account to send them an admission card.

A certificate must also be issued by your financial intermediary to any shareholder wishing to attend the meeting in person and who has not received an admission card by midnight (Paris time) on the second business day prior to the meeting.

If they are unable to attend the meeting in person, shareholders may choose to vote by mail or by proxy, with or without appointing a proxy.

Postal or electronic proxy voting

Any shareholder (registered or bearer) wishing to vote by post or by proxy may request a postal voting or proxy form, by letter addressed to Uptevia, Service Assemblées Générales, 12 place des Etats-Unis, CS 40083, 92549 Montrouge Cedex, no later than six days before the General Meeting, or by e-mail to the Company at the following address: assemblees@berkem.com. The postal voting or proxy form will also be available on the Company's website <https://www.groupeberkem.com/investisseurs/assemblee-generale/>.

Shareholders should return their postal voting forms or proxy forms in such a way that the Company or Uptevia can receive them no later than three days before the date of the Annual General Meeting, i.e. no later than midnight, Paris time, on Monday June 19, 2023:

- if their shares are held in registered form: return the form directly to Uptevia, Service Assemblées Générales, 12 place des Etats-Unis, CS 40083, 92549 Montrouge Cedex, or to the Company by e-mail at the following address: assemblees@berkem.com;
- if their shares are held in bearer form: return the form to the custodian institution, which will send it together with a certificate of participation to Uptevia, Service Assemblées Générales, 12 place des Etats-Unis, CS 40083, 92549 Montrouge Cedex, France, or to the Company by e-mail at assemblees@berkem.com.

Please note that forms received after this deadline will not be considered.

Appointment/revocation of mandates with indication of representative

Shareholders may appoint or revoke a proxy by post or electronically as follows:

- if their shares are held in registered form: registered shareholders must complete the single voting form enclosed with the notice of meeting, specifying that they wish to be represented or

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vote by mail, and return it, dated and signed, to Uptevia using the T envelope enclosed with the notice of meeting;

- if their shares are held in bearer form: bearer shareholders should request the Single Voting Form from the financial intermediary who manages their shares, as from the date of the General Meeting, complete it with the shareholder's surname, first name and address, then return it dated and signed to their financial intermediary, who will forward it together with the certificate of participation issued by them to Uptevia, Service Assemblées Générales, 12 place des Etats-Unis, CS 40083, 92549 Montrouge Cedex, France, together with the surname, first name and address of the appointed or revoked proxy;

Only notifications of appointment or revocation of mandates duly signed, completed and received no later than three days before the date of the General Meeting or within the time limits specified in Article R. 225-80 of the French Commercial Code will be taken into account.

The revocation of a mandate is carried out under the same formal conditions as those used for its appointment.

In accordance with the law, all documents required to be submitted to the Annual General Meeting are available to shareholders within the legal deadlines, at the registered office of GROUPE BERKEM, 20 rue Jean Duvert 33290 Blanquefort, France, and on its website: <https://www.groupeberkem.com/investisseurs/assemblee-generale/>.

There are no plans to vote or participate by electronic means of telecommunication at this Meeting and, consequently, no site referred to in Article R.225-61 of the French Commercial Code will be set up for this purpose.

2 - Submission of written questions

Shareholders may submit written questions to the Company as from the date on which the Annual General Meeting is convened, in accordance with Articles L.225-108 and R.225-84 of the French Commercial Code. Such questions must be sent to the Chairman of the Board of Directors at GROUPE BERKEM's registered office at the following address: 20 rue Jean Duvert 33290 Blanquefort, by registered letter with acknowledgement of receipt or by electronic telecommunication to the following e-mail address: assemblees@berkem.com, no later than the fourth business day prior to the date of the Annual General Meeting, i.e. Friday June 16, 2023. They must be accompanied by a certificate of account registration.

3 - Communication rights

The documents and information specified in Article R.225-73 of the French Commercial Code may be consulted on the Company's website <https://www.groupeberkem.com/investisseurs/assemblee-generale/> and at the Company's registered office: GROUPE BERKEM, 20 rue Jean Duvert 33290 Blanquefort, France, from the date of the notice of the Annual General Meeting.

The Board of Directors