

This is a free translation of the Adocia's notice of meeting serving as convocation issued in the French language, for informational purposes only.

ADOCIA

French Société anonyme with a share capital of € 691 684.40
Headquarters: 115 avenue Lacassagne - 69003 Lyon
487 647 737 R.C.S. Lyon

**SHAREHOLDERS MEETING
ON NOVEMBER 9,2018**

Notice of meeting serving as convocation

The shareholders of Adocia are informed that an Ordinary Shareholders' Meeting will be held on November 9,2018 at 10:30 am at Adocia Head Office,115 avenue Lacassagne, 69003 Lyon in order to deliberate the following agenda :

Annual Shareholders' Meeting Agenda:

- reading of the management report of the Board of Directors,
- approval of the payment of a variable compensation to Mr. Gérard Soula, Chief Executive Officer,
- approval of the payment of a variable compensation to Mr. Olivier Soula, Deputy Chief Executive Officer,

RESOLUTIONS TO BE SUBMITTED TO THE ORDINARY SHAREHOLDERS' MEETING

First resolution

(approval of the payment of a variable compensation to Mr. Gérard Soula, Chief Executive Officer)

The general meeting, ruling under the conditions of quorum and majority required for ordinary general meetings,

after having recalled that the general meeting of shareholders of the Company held on May 17, 2018 has, in the terms of its seventh resolution, approved the principles and criteria for determining, distributing and allocating fixed, variable and exceptional components of the total compensation and benefits of any kind presented in the aforementioned report and attributable to the financial year 2018 to Mr. Gérard Soula, Chief Executive Officer, as set out in the Registration Document 2017, chapter 3 "corporate governance", section 3.2.4 "Element subject to the vote of the shareholders pursuant to the provisions of Article L. 225-37 of the Commercial Code",

recognizing that under the terms of the said principles, Mr. Gérard Soula may be awarded variable compensation to reward a particular performance with a major impact on the development of the Company,

after acknowledging the report of the board of directors,

pursuant to the provisions of paragraph II of Article L. 225-100 of the French Commercial Code,

approves the payment to Mr. Gérard Soula, Chief Executive Officer, of a variable remuneration of a gross amount of € 225,000, which will be paid after this meeting.

Second resolution

(approval of the payment of a variable compensation to Mr. Olivier Soula, Deputy Chief Executive Officer)

The general meeting, ruling under the conditions of quorum and majority required for ordinary general meetings,

after having recalled that the general meeting of shareholders of the Company held on May 17, 2018 has, in the terms of its seventh resolution, approved the principles and criteria for determining, distributing and allocating fixed, variable and exceptional components of the total compensation and benefits of any kind presented in the aforementioned report and attributable to the financial year 2018 to Mr. Olivier Soula, Director of R&D, and Deputy Chief Executive Officer, as set out in the Registration Document 2017, chapter 3 "corporate governance", section 3.2.4 "Element subject to the vote of the shareholders pursuant to the provisions of Article L. 225-37 of the Commercial Code",

recognizing that under the terms of the said principles, Mr. Olivier Soula may be awarded variable compensation to reward a particular performance with a major impact on the development of the Company,

after acknowledging the report of the board of directors,

pursuant to the provisions of paragraph II of Article L. 225-100 of the French Commercial Code,

approves the payment to Mr. Olivier Soula, Deputy Chief Executive Officer, with respect to his salaried employee duties as Director of R&D, of a variable remuneration of a gross amount of € 130,000, which will be paid after this meeting.

A. Prior formalities to complete for participating in the Shareholders' Meeting

The Shareholders' meeting is composed of all shareholders, regardless the number of shares held.

In accordance with Article R.225 -85 of the Commercial Code, it is justified for a shareholder to participate to the general shareholder meeting if he can provide proof of his account registration in his name no later than the second day preceding the meeting at midnight, Paris time (November 7, 2018, at midnight, Paris time).

B. Different ways to participate in the Shareholders' meeting

1. Shareholders who may wish to attend the Shareholders meeting could ask for an admission card as followed:

for registered shareholders:

- present themselves the day of the meeting directly to the registration desk with a proof of identity
- or ask for an admission card at the following address: BNP Paribas Securities Services – CTS Assemblées Générales – Les Grands Moulins de Pantin 9, rue du Débarcadère – 93761 Pantin Cedex.

for bearer shares:

request an admission card from the financial intermediary that manages their securities account.

2. Shareholders not attending the Meeting in person and wishing to vote by mail or be represented by giving proxy to the chairman of the shareholders' meeting, or anyone else could:

for registered shareholders:

Send back the voting form that will be attached to the notice, to the following address: BNP Paribas Securities Services – CTS Assemblées Générales – Les Grands Moulins de Pantin 9, rue du Débarcadère – 93761 Pantin Cedex.

for bearer shares:

request the voting form from the financial intermediary that manages their securities account at the date of convening the meeting. The single voting form or proxy must be accompanied by a certificate of participation issued by the financial intermediary and sent to the following address: BNP Paribas Securities Services – CTS Assemblées Générales – Les Grands Moulins de Pantin 9, rue du Débarcadère – 93761 Pantin Cedex.

To be recorded, the voting form or proxy must have been received by the Company or by the shareholders meeting service at BNP Paribas Securities Services, at the latest three days before the Date of the Shareholders meeting, November 6, 2018.

Shareholders could obtain the documents in accordance with the applicable law, within the applicable delays, in accordance with the provisions of Article R.225-81 and R.225-83 of the French Commercial Code, by simple request sent to BNP Paribas Securities Services – CTS Assemblées Générales – Les Grands Moulins de Pantin 9, rue du Débarcadère – 93761 Pantin Cedex.

3. In accordance with the provisions of R.225-79 of the French commercial code, the appointment or revocation of a proxy can also be made by electronic way, following the below procedures:

for registered shareholders:

- The shareholder must send an email to the following address: paris.bp2s.france.cts.mandats@bnpparibas.com. This email must contain the following information: Name of the Company concerned, meeting date, name, number and address of the principal registered current account, if any, and the name and address if possible agent.

- The shareholder must necessarily confirm his request on PlanetShares / My Shares or PlanetShares / My Plans by connecting with their usual username and clicking on the "My space shareholder - My general meetings" and then clicking the button "Assign or revoke a mandate."

for bearer shares:

- The shareholder must send an email to the following address: paris.bp2s.france.cts.mandats@bnpparibas.com. This email must contain the following information: Name of the Company concerned, meeting date, name, address, bank details of the client as well as the name and address of the representative, if possible.

- The shareholder must necessarily ask the financial intermediary who manages his trading account to send a written confirmation BNP Paribas Securities Services - CTS General Meetings - The Grands Moulins de Pantin 9 rue du Landing - 93761 Pantin Cedex.

Only notifications of appointment or revocation of proxies should be sent to the email address mentioned above, any other application or notification on another object cannot be taken into account and / or treated.

In order that the appointment or revocation of proxies by electronic means can be properly taken into account, confirmation must be received no later than the day before the meeting at 15:00 (Paris time). Designations or revocations of proxies paper must be received no later than 3 calendar days before the date of the meeting.

C. Items or draft resolutions or written questions from shareholders

Any request to have items or draft resolutions added to the Meeting's agenda from shareholders according to the provisions stipulated in Articles R.225-71 of the French Commercial code, must be received at the headquarters of the Company, by registered letter with acknowledgement of receipt to the following address 115 avenue Lacassagne – 69003 Lyon or by email to ag2018@adocia.com. This request must be received at least 25 days prior to the shareholders's meeting (October 15, 2018), as stipulated in provisions in Articles R.225-73 of the French commercial code and must imperatively be accompanied by a certificate of attendance in order to be treated.

Each request must be accompanied, as the case may be, by the text of the proposed draft resolutions, which may be accompanied by a brief statement of reasons. The review of the proposed resolution will be only treated, if, the authors of such request provide a new certificate of attendance showing that the securities are recorded in the same accounts two working days prior to the Shareholders's meeting (zero hours – Paris time).

As per Article R.225-84 of the French Commercial Code, each shareholder may submit a question in writing to the Board of Directors, this question being treated during the shareholders meeting. Questions should be sent by registered mail with return receipt to the following address: ADOCIA, 115 avenue Lacassagne - 69003 Lyon or electronic communication to the following address: ag2018@adocia.com. The written question must be sent no later than the fourth business day preceding the date of the general meeting and must imperatively be accompanied by a certificate of attendance in order to be treated.

D. Document made available to shareholders

All documents and information referred to in Article R.225- 73-1 of the Commercial Code will be published at least twenty-first day before the meeting (October 19,2018) on the Company's website: www.adocia.com.

The Board of Directors.