

*This is a free translation of the Adocia's table of financial resolutions issued in the French language, for informational purposes only.*

**DESCRIPTIVE TABLE ON THE FINANCIAL RESOLUTIONS TO BE SUBMITTED TO  
THE COMBINED SHAREHOLDERS' MEETING  
OF MAY 16, 2019**

The table below summarizes the key elements of each of the financial resolutions to be submitted to the combined Shareholders' Meeting of Adocia (the «Company») to be held on May 16, 2019.

Resolution N°	Subject matter of the resolution	Description
<b>14</b>	Authorization to be granted to the Board of Directors to reduce stated capital by cancelling shares pursuant to the authorization for the Company to purchase its own shares	<ul style="list-style-type: none"> <li>- Limitation of 10% of registered capital per twenty-four months.</li> <li>- Validity period: 18 months.</li> <li>- Delegation cannot be used during a public offer.</li> <li>- Renewal of the 10th resolution of the shareholders' meeting of May 17th, 2018.</li> </ul>
<b>15</b>	Delegation of authority to be granted to the Board to increase capital by issuing common shares and/or equity securities with a preemptive subscription right for shareholders	<ul style="list-style-type: none"> <li>- Total amount of stated capital increases which can be decided under this resolution: € 210,000.</li> <li>- Imputation of the amount of each capital increase decided pursuant to this resolution on the overall ceiling of € 210,000.</li> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: € 50,000,000.</li> <li>- Validity period 26 months.</li> <li>- Renewal of the 17<sup>th</sup> resolution of the shareholders' meeting of June 27, 2019.</li> </ul>

16	Delegation of authority to be granted to the Board to increase capital by issuing common shares and/or equity securities without a preemptive subscription right for shareholders and offer them to the general public	<ul style="list-style-type: none"> <li>- Total nominal amount of the capital increases that may be decided pursuant to this resolution: € 137,000.</li> <li>- Imputation of the amount of each capital increase decided pursuant to this resolution on the overall ceiling of € 210,000.</li> <li>- Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution : €50,000,000.</li> <li>- Validity period : 26 months.</li> <li>- Issue price fixed by the Board and at least equal to the weighted average of the last three trading days, minus a legal maximum discount (i.e. 5%).</li> <li>- Delegation cannot be used during a public offer.</li> <li>- Renewal of the 18th resolution of the shareholders' meeting of June 27, 2019.</li> </ul>
17	Delegation of authority to be granted to the Board to increase capital by issuing common shares and/or equity securities without a preemptive subscription right for shareholders within the framework of an offer for the benefit of qualified investors or of a restricted circle of investors as defined in II de l'article L. 411-2 of the French Financial and Monetary code	<ul style="list-style-type: none"> <li>- Total nominal amount of the capital increases that may be decided pursuant to this resolution: € 137,000.</li> <li>- Limitation : 20% of share capital per periods of 12 months.</li> <li>- Imputation of the amount of each capital increase decided pursuant to this resolution on the overall ceiling of € 210,000.</li> <li>- Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution : €50,000,000</li> <li>- Validity period : 26 months.</li> <li>- Minimum issuing price : weighted average of share price during the last 3 stock market trading days preceding the date on which the insurance price is set (possible maximum discount of 5%).</li> <li>- Delegation cannot be used during a public offer</li> <li>- Renewal of the 12th resolution of the annual combined meeting of May, 17, 2018.</li> </ul>

18	<p>Authorization to be granted to the Board to determine the issue price for up to 10% of stated capital, if shares or any equity securities are issued without a preemptive subscription right for shareholders, as set in the sixteen and seventeen resolutions</p>	<ul style="list-style-type: none"> <li>- Application for the delegation granted to the 16th and 17th resolutions.</li> <li>- Limitation: 10% of share capital per periods of 12 months</li> <li>- Validity period: 18 months.</li> <li>- Minimum issuing price: weighted average of share price during the last 3 stock market trading days preceding the date on which the issuance price is set (possible maximum discount of 20%).</li> </ul>
19	<p>Delegation of authority to be granted to the Board to increase capital immediately or in the future by issuing common shares and/or equity securities giving access to capital, without a preemptive subscription right for shareholders, in favor of a category of persons satisfying specified characteristics</p>	<ul style="list-style-type: none"> <li>- Maximum amount of registered capital increase decided under this resolution from the overall capped amount of €137,000</li> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: €210,000,000.</li> <li>- Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution : €50,000,000</li> <li>- Validity period : 26 months.</li> <li>- Minimum issuing price: weighted average of share price during the last 3 stock market trading days preceding the date on which the issuance price is set (possible maximum discount of 20%).</li> <li>- Delegation cannot be used during a public offer</li> <li>- Renewal of the 12th resolution of the annual combined meeting of May, 17, 2018.</li> </ul>

20	Delegation of authority to be granted to the Board to increase capital by issuing common shares and/or equity securities, without a preemptive subscription right for shareholders, in favor of a certain category of persons ensuring the underwriting of Company's equity securities within a specific equity or bond financing program,	<ul style="list-style-type: none"> <li>- Total nominal amount of the capital increases that may be decided pursuant to this resolution: € 68,000.</li> <li>- Maximum nominal amount of the debt securities that may be issued pursuant to this resolution: € 50,000,000.</li> <li>- Minimum issuing price: weighted average of share price during the last 3 stock market trading days preceding the date on which the issuance price is set (possible maximum discount of 20%).</li> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: €210,000,000.</li> <li>- End of the validity period: 18 months.</li> <li>- Renewal of the 15th resolution of the shareholders' meeting of May 17, 2018</li> </ul>
21	Delegation of authority to the Board to increase the number of common shares and/or securities to be issued in the event of a capital increase with or without a preemptive subscription right as defined in the fifteenth, sixteenth, seventeenth, ninetieth, and twentieth resolutions.	<ul style="list-style-type: none"> <li>- Over-Allotment Option: Option to increase the size of the Initial Transaction at the same price (i) within 30 days of the closing of the Subscription and (ii) up to 15% of the Initial Issue and at the same time price.</li> <li>- Application to capital increases without PSR (15th, 16th, 17th, 19th and 20th resolutions).</li> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: €210,000,000.</li> <li>- Maximum nominal amount of the debt securities that may be issued pursuant to this resolution: € 50,000,000.</li> <li>- End of the validity period: 26 months.</li> <li>- Renewal of the 13th resolution of the shareholders' meeting of May 17, 2018</li> </ul>

22	Delegation of authority to the Board to issue common shares and/or equity securities convertible into shares of the Company, in case of public offer with an exchange component initiated by the Company.	<ul style="list-style-type: none"> <li>- Total nominal amount of the capital increases that may be decided pursuant to this resolution: € 68,000</li> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: €210,000,000.</li> <li>- Maximum nominal amount of the debt securities that may be issued pursuant to this resolution: € 30,000,000.</li> <li>- End of the validity period: 26 months.</li> <li>- Renewal of the 22nd resolution of the shareholders' meeting of June 27, 2017.</li> </ul>
23	Delegation of authority to the Board to decide the issuance of common shares or any securities convertible into shares of the Company, immediately and/or at a later date, up to 10% of the capital, to pay for contributions in kind of shares or securities convertible into shares of third-party companies, outside of a public exchange offer.	<ul style="list-style-type: none"> <li>- Possibility of a capital increase to remunerate contributions up to a limit of 10% of the capital of the Company as existing at the date of the transaction.</li> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: €210,000,000.</li> <li>- Maximum nominal amount of the debt securities that may be issued pursuant to this resolution: € 30,000,000.</li> <li>- End of the validity period: 26 months.</li> <li>- Renewal of the 22nd resolution of the shareholders' meeting of June 27, 2017.</li> </ul>
24	Aggregate limits on the issues completed pursuant to the fifteenth, sixteenth, seventieth, twentieth, twenty-one, twenty-second, twenty-third and twenty-eighth resolutions of the current meeting	<ul style="list-style-type: none"> <li>- Maximum amount of debt securities giving access to registered capital that can be issued under this resolution: €210,000,000.</li> <li>- Maximum nominal amount of the debt securities that may be issued pursuant to this resolution: € 50,000,000</li> <li>- Cumulative application of the 15th, 16th, 17th, 20th, 21st, 22nd, 23rd and 28th resolutions).</li> </ul>

25	Delegation of competence to be granted to the Board to increase the capital by incorporating premiums, reserves, benefits or others	<ul style="list-style-type: none"> <li>- Total nominal amount of the capital increases that may be decided pursuant to this resolution: € 100,000.</li> <li>- End of the validity period: 26 months.</li> <li>- Renewal of the 26th resolution of the shareholders' meeting of June 27, 2017.</li> </ul>
26	Delegation of competence to be granted to the Board to issue and grant warrants without a preemptive subscription right to (i) members and observers of the Board of the Company who held office on the warrant grant date who are not employees or officers of the Company or one of its subsidiaries, (ii) persons who have signed a services or consultancy contract with the Company, or (iii) members of any committee that the Board of Directors decides to create who are not employees or officers of the Company or one of its subsidiaries	<ul style="list-style-type: none"> <li>- Issue price of the BSA at least equal to 5% of the average volume-weighted average price for the last 5 trading days.</li> <li>- Maximum number of shares that may be issued upon exercise of BSA: 100,000.</li> <li>- Subscription price of the share to which the BSA is entitled shall be at least equal to the highest value between (i) selling price of a share on the day preceding the allocation, and (ii) the weighted average courses of 20 trading sessions.</li> <li>- Validity period of the BSA : 10 years</li> <li>- End of the validity period: 18 months</li> <li>- Imputation of the amount of each capital increase decided pursuant to this resolution on the overall ceiling of € 250,000 set in the 20th resolution of the general meeting of May 17, 2018.</li> <li>- Renewal of the 27th resolution of the shareholders' meeting of June 27, 2017</li> </ul>

27	Authorization to consent to the board to proceed to grant free existing shares or newly - issued shares in accordance with the provisions of Articles L.225-197-1 and the French Commercial Code implying the waiver by the shareholders of their preferential subscription rights	<ul style="list-style-type: none"> <li>- Maximum number of shares that can be issued: 200,000.</li> <li>- Acquisition period of at least 1 year and cumulative acquisition and retention period of at least 2 years.</li> <li>- Imputation of the amount of each capital increase decided pursuant to this resolution on the overall ceiling of € 250,000 set in the 20th resolution of the general meeting of May 17, 2018</li> <li>- End of validity of the authorization: 38 months.</li> <li>- Renewal of the 19th resolution of the shareholders' meeting of May 17, 2018</li> </ul>
28	Delegation to be granted to the Board to increase stated capital by issuing shares without a preemptive subscription right for shareholders in favor of the employees who participate in a corporate savings plan	<ul style="list-style-type: none"> <li>- Capital increase reserved for employees who are members of a PEE of the company.</li> <li>- Total nominal amount of the capital increases that may be decided pursuant to this resolution: € 20,000.</li> <li>- Imputation of the amount of each capital increase decided pursuant to this resolution on the overall ceiling of € 210,000</li> <li>- End of validity of the authorization: 18 months.</li> <li>- Renewal of the 21th resolution of the shareholders' meeting of May 17, 2018</li> </ul>